

MARSHALL & ILSLEY CORP/WI/
 Form 4
 December 20, 2002

1. Name and Address of Reporting Person
 Kuester, Dennis J.
 770 North Water Street
 Milwaukee, WI 53202
 USA
2. Issuer Name and Ticker or Trading Symbol
 M&I Corp-Forms (MI)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year
 12/20/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director () 10% Owner
 Officer (give title below) () Other (specify below)
 President
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

TABLE I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	2A. Execution Date	3. Transaction Code	4. Securities Acquired (A) or Disposed of (D)	5. Amount or Price	6. Date Exercisable and Expiration Date	7. Title of Security	8. Amount or Number of Shares
Common Stock					377542			

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Derivative Security	3. (Month/Day/Year)	3A. (Month/Day/Year)	4. Transaction Code	5. Disposed (D) Acquired (A)	6. Number of Derivative Securities	7. Date Exercisable and Expiration Date	8. Title of Security	9. Amount or Number of Shares
Perf.	\$0								