URDAN JAMES A Form 4

January 05, 2005

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

5. Relationship of Reporting Person(s) to

14,400

4,000

42,037.6054 I

I

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

burden hours per response... 0.5

1(b).

Common

Common

Common

01/03/2005

Stock

Stock

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person *

URDAN JAMES A	Symbol MARSHALL & ILSLEY CORP/WI/ [MI]	(Check all applicable)			
(Last) (First) (Middle) 770 NORTH WATER STREET	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2005	X Director 10% Owner Officer (give title Other (specify below)			
(Street) MILWAUKEE, WI 53202	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City) (State) (Zip)	Table I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned			
(Instr. 3) any (Mont	temed 3. 4. Securities Acquired (A) ion Date, if TransactionDisposed of (D) Code (Instr. 3, 4 and 5) in/Day/Year) (Instr. 8) (A) or Code V Amount (D) Pri	Securities Ownership Indirect Beneficial Beneficially Form: Ownership Owned Direct (D) (Instr. 4) Following or Indirect Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)			
Common Stock		45,600 D			

164.7634 A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Α

By Wife

By Trust

Deferred

Plan

Compensation

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SEC 1474 (9-02)

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

(e.g., puts, calls,		4:		
(e.g., Duts, cans.	warrants.	obuons.	converubi	e securities)
(0-,,	,	- F,		,

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A 4		
									Amount		
						Date	Expiration	TT:41	or		
					Exercisable	Date	Title	Number			
				C + V	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

URDAN JAMES A
770 NORTH WATER STREET X
MILWAUKEE, WI 53202

Signatures

Fred M. Hannah 01/05/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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