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MARSHALL & ILSLEY CORP/WI/
Form 4
February 27, 2001

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549
FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

() Check this box if no longer subject to Section 16.

1. Name and Address of Reporting Person
Platten, Peter M.
770 North Water Street
Milwaukee, WI 53202
USA
2. Issuer Name and Ticker or Trading Symbol
Marshall & Ilsley Corporation (MI)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
2/2001
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(X) Director () 10% Owner
() Officer (give title below) () Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
(X) 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. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code	4. Securities Acquired (A) or Disposed of (D)			5. Amou Secu Bene Owe End Mont	
		Code	V	Amount	A/D	Price	
Common Stock	02/06/2001	S		-5000	D	\$53.7400	85480
Common Stock	02/06/2001	S		-5000	D	\$53.7400	4585

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

1.	2.	3.	4.	5.	6.	7.	8.
Title of	Deriv-	tion Date	tion Code	Disposed (D)	Acquired (A)	Date Exercisable (Month/Day/Year)	Amount or Number
	Conver-				Number of	Date Exercisable	Title and Amount
	sion or				Derivative	and Expiration Date	of Underlying
	Exercise				Securities		Securities
	Price of	Transac-	Transac-	Acquired (A)			Amount
	Deriv-	tion Date	tion Code	Disposed (D)			or
							Number

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Derivative Security	ative Security	(Month/ Day/Year)	+-----+---+-----+-----+ Code	V	(A)	(D)	Date Exer- cisable	Expira- tion Date	Title	of Shares	D S
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Explanation of Responses:

SIGNATURE OF REPORTING PERSON
/s/ Peter M. Platten

DATE
12/31/2099