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MARSHALL & ILSLEY CORP/WI/

Form 4

November 04, 2004

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FORM	14	OT A TEO	CECUE	otrite	C A	ND EV	CILA	NCE	COMMISSION	т	APPROVA	۱L
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0				
Check th if no long	<i>,</i>							Expires:	Januar	y 31, 2005		
subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OWNERS SECURITIES						VNERSHIP OF	Estimated average burden hours per response					
Form 5 obligatio may cont <i>See</i> Instruction 1(b).	ns Section 17(a) of the I		tility F	Iolo	ling Con	npany	y Act	ge Act of 1934, of 1935 or Section 940	on		
Print or Type I	Responses)											
1. Name and A	2. Issuer Name and Ticker or Trading Symbol MARSHALL & ILSLEY CORP/WI						5. Relationship of Reporting Person(s) to Issuer					
			[MI]	HALL	αı	LSLE	COR	CP/WI	(Che	ck all applicat	ole)	
(Last) 770 NORTI	(First) (P		of Earliest Transaction Day/Year) 2004					_X_ Director 10% Owner Sofficer (give title Other (specify below) below) Chairman of the Board				
	(Street)		4. If Ame Filed(Mon			_	1		6. Individual or J Applicable Line) _X_ Form filed by Form filed by		Person	
	EE, WI 53202								Person	wiere than one	reporting	
(City)	(State)	(Zip)	Tabl	le I - No	n-D	erivative	Secur	ities A	equired, Disposed o	of, or Benefici	ally Owned	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Deemed eution Date, if nth/Day/Year)		3. 4. Securiti TransactionAcquired (Code Disposed (Instr. 8) (Instr. 3, 4) Code V Amount			5)	Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	11/02/2004			G			D D	\$ 0	635,703	D		
Common Stock									23,756	I	Spouse	
Common Stock									10,366.7674	I	By Retireme Program	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

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displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4.	5. onNumber	6. Date Exerc Expiration D		7. Tit	le and	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Teat)	any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3,	(Month/Day/ e		Unde	rlying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships
reporting owner rame, readies	

Director 10% Owner Officer Other

WIGDALE JAMES B

770 NORTH WATER STREET X Chairman of the Board

MILWAUKEE, WI 53202

Signatures

Fred M. Hannah

**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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