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MARSHALL & ILSLEY CORP/WI/

Form 4

Common

Stock

November 01, 2005

FORM	ſΔ								_	APPROV	AL	
	Washington, D.C. 20549							N OMB Number:	3235	-0287		
Check the if no lon	ger								Expires:	Janua	ry 31, 2005	
subject to Section 7 Form 4 o	51A1E 16.						ES IN BENEFICIAL OWNERSHIP OF ECURITIES				0.5	
Form 4 or Form 5 obligations may continue. See Instruction 1(b). 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												
(Print or Type	Responses)											
1. Name and Address of Reporting Person * JUSTILIANO PATRICIA R			2. Issuer Symbol	2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
	MARSHALL & ILSLEY CORP/WI/ [MI]					(Check all applicable)						
770 NORTH WATER STREET (Month/E) 10/28/20 (Street) 4. If Ame				B. Date of Earliest Transaction Month/Day/Year) 10/28/2005				Director 10% OwnerX Officer (give title Other (specify below) Senior Vice President				
				mendment, Date Original fonth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
MILWAUK	KEE, WI 53202							Form filed by Person	More than One	Reporting		
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative (Secur	ities A	equired, Disposed	of, or Benefici	ially Owne	ed	
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price				6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		1	
Common Stock	10/28/2005			A	2,100	A	\$0	16,920	D			

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 displays a currently valid OMB control number.

SEC 1474

(9-02)

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By

Retirement

Program

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 42.82	10/28/2005		A	18,750	10/28/2005	10/28/2016	Common Stock	18,750

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

JUSTILIANO PATRICIA R 770 NORTH WATER STREET MILWAUKEE, WI 53202

Senior Vice President

Signatures

Fred M. Hannah 11/01/2005

**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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