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KELLNER Form 4	TED D											
February 03	3, 2005											
FORM		STATES	SECU	DITIES	AND EV	СЦ	ANCE	COMMISSI	ON		PPROV	AL
Check t	UNITED	SIAIES			on, D.C. 2			COMMISSI	010	1B mber:		-0287
if no lo	ngor	MENT OI		NCESI	N DENIEI			VNERSHIP (Exp	oires:	Janua	ry 31, 2005
subject Section Form 4	VIENT OF	T CHAI		N BENEI JRITIES	Est bur	Estimated average burden hours per response		0.5				
Form 5 obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17	(a) of the H	Public U	Jtility He		mpar	ny Act	ge Act of 193 of 1935 or Sec 940	4,	poneo		0.0
(Print or Type	Responses)											
			Symbol		nd Ticker o		-	5. Relationship of Reporting Person(s) to Issuer				
			MARS [MI]	SHALL &	& ILSLEY	CO	0RP/WI	/ (0	Check all a	applicable	e)	
(Last) 770 NORT	(First) ((Middle) EET		Day/Year	Transactior)	1		X_ Director Officer (below)	give title		6 Owner er (specify	1
MILWAU	(Street) KEE, WI 53202		4. If Am		Date Origin ear)	al		6. Individual of Applicable Line _X_ Form filed Form filed Person	e) by One Re	porting Po	erson	
(City)	(State)	(Zip)	Tal	ble I - Nor	n-Derivativ	e Secu	irities A	cquired, Dispose	d of, or B	Seneficia	lly Owne	ed
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution I any	ecution Date, if Transaction(A) or		(Instr. 3, 4	sposed	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownersh Form: Direct (I or Indire (I) (Instr. 4)	rm: Ownership rect (D) (Instr. 4) Indirect		eficial
Common Stock				coue (Tinount		Thee	3,000	D			
Common Stock								57,500 <u>(1)</u>	I	Tru	ıst	
Common Stock								464,800 <u>(1)</u>	I	Ke LP	llner Fa	mily
Common Stock	02/02/2005			А	46.729	А	\$ 42.8	5,272.0971	I		ferred mpensa m	ition

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

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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	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. Mumber	6. Date Exerce Expiration Date		7. Title Amoun		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(monu, Day) (car)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/ e		Underly Securit	ying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title I	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Addre	ess	Relationships								
		10% Owner	Officer	Other						
KELLNER TED D 770 NORTH WATER STRE MILWAUKEE, WI 53202	ET X									
Signatures										
Fred M. Hannah	02/03/2005									
<u>**</u> Signature of	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).

(1) Mr. Kellner disclaims beneficial ownership in excess of his pecuniary interest.

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.

Reporting Person