

Edgar Filing: FIRST MERCHANTS CORP - Form 4

FIRST MERCHANTS CORP
Form 4
May 31, 2002

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

Check box if no longer subject to Section 16. Form 4 or Form 5 obligations
may continue. See Instruction 1(b).

1. Name and Address of Reporting Person*

Brownell

Blaine

A

(Last)

(First)

(Middle)

2200 Berwyn Road

(Street)

Muncie

IN

47304

(City)

(State)

(Zip)

2. Issuer Name and Ticker or Trading Symbol

First Merchants Corporation - FRME

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

423-56-8128

4. Statement for Month/Year

May/2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer
(Check all applicable)

Director

10% Owner

Officer (give title below)

Other (specify below)

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7. Individual or Joint/Group Filing (Check applicable line)

- Form filed by one Reporting Person
 Form filed by more than one Reporting Person

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 Table I -- Non-Derivative Securities Acquired, Disposed of,
 or Beneficially Owned
 =====

1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		
		Code	V	Amount	(A) or (D)	Price
Common	05/07/02	M		100	A	21.7524
Common	05/07/02	G	V	100	D	
Common	05/07/02	G	V	100	A	

* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

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

(Print or Type Response)

(Over)

FORM 4 (continued)

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

2. Conver- sion or	5. Number of Derivative	6.	7. Title and Amount of Underlying
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1. Title of Derivative Security (Instr. 3)	Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) ----- (A) (D)	Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	Securities (Instr. 3 and 4) ----- Amount or Number of Shares
Non-Employee Director Stock Option (Right to Buy)	21.7524	05/07/02	M	100	01/01/02 06/30/11	Common 100

Explanation of Responses: Gift of 100 shares from reporting person to spouse.
Reporting person disclaims any beneficial interest in the shares gifted.

/s/ Larry R. Helms

May 31, 2002

**Signature of Reporting Person
Blaine E. Brownell
(Confirming Statement on File)

Date

** 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 provided is insufficient, see Instruction 6 for procedure.