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## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no	longer subject to
Section 16. Form 4	
obligations may cor	
Instruction 1(b).	lunue. See
instruction $I(D)$ .	

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

# OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1. Name and Addre	ss of Reporting Person	n*	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>FIRST MERCHANTS CORP</u> [FRME ]	(Check	tionship of Reporting Perso all applicable)	. ,
					Director	10% Owner Other (specify below)
(Last) (First) (Middle) 200 E JACKSON ST PO BOX 792		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/24/2003		Officer (give title below)	
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street) MUNCIE	IN	47308-0792		X	Form filed by One Report Form filed by More than ( Person	0
(City)	(State)	(Zip)				

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)						5. Amount of Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1130.4)
Common Stock <sup>(1)(2)</sup>	09/24/2003		S		3,000	D	\$27.05	53,006	D	

#### 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. Transa Code ( 8)		of Expiration		Expiration Da	6. Date Exercisable and Expiration Date (Month/Day/Year)		and nt of ties lying tive ty (Instr. 3	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

#### Explanation of Responses:

1. Non-Derivative Securities Owned Indirect: 33,650. Nature of Indirect Beneficial Ownership: Spouse

2. Deferred Stock Units Owned Direct equals 808.54.

#### Larry R. Helms (Confirming

Statement on File)

09/25/2003

Date

\*\* Signature of Reporting Person

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

\* 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.

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 Number.