## 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

1.	Name and Address of Repor	ting Person*			_			
	Anderson	Stefan	S.					
-	 (Last)	(First)	(Middle)					
	2705 West Twickingham Drive							
-								
	Muncie	IN	47304					
-	(City)	(State)	(Zip)					
2.	Issuer Name and Ticker or	Trading Symbol			_			
	First Merchants Corporation	- FRME						
3.	IRS Identification Number	of Reporting Perso	on, if an Entity	(Voluntary)	_			
4.	Statement for Month/Year				_			
	September 13, 2002							
5.	If Amendment, Date of Ori	ginal (Month/Year)			_			
6.	Relationship of Reporting (Check all applicable)	Person to Issuer			_			
	<pre>[x] Director [_] Officer (give title</pre>		_] 10% Owner x] Other (speci	fy below)				
	Chairman - Board of Directo	ers						
7.	Individual or Joint/Group	Filing (Check app	licable line)					
	<pre>[x] Form filed by one Re [_] Form filed by more t</pre>		Person		_			
					_			
			Acquired, Dispos ed	ed of,				
			3.	4. Securities Acq Disposed of (D	)	5. Amount of Securities	6. Owner- ship Form:	7.
		2.	Code	(Instr. 3, 4 a		Beneficially - Owned at End	Direct (D) or	Nature of Indirect
	tle of Security nstr. 3)	Transaction Date (mm/dd/yy)	n (Instr. 8)  Code V	Amount	(A) or Price (D)	of Month (Instr. 3 and 4)	(I)	Beneficial Ownership (Instr. 4)
Cor	mmon Stock			V		72,669	D	
Common Stock						2,066	 I	Spouse
-						·		

(Print or Type Response)

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

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. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)  Code V	5. Number of Derivative Securities Acquired (A) or Disposed of(D) (Instr. 3, 4 and 5) (A) (D)	6. Date Exercisa Expirati (Month/D Date Exer- cisable	on Date	7. Title and of Underly Securitie (Instr	lying es	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
Non-Employee Director Stock Option (Right to Buy)										4,410	D	
Employee Stock Option (Right Buy)										29,437	D	

On August 13, 2002, the Board of Directors of First Merchants Corporation declared a stock dividend payable to all holders of record of common stock on

August 30, 2002 of one share of common stock for each 20 shares of common stock outstanding to be distributed on September 13, 2002. Fractional shares were distributed in cash. Pursuant to anti-dilution provisions of First Merchants Corporation's various stock option plans options previously reported were also adjusted to reflect the stock dividend.

October 2, 2002 /s/Larry R. Helms -----\*\*Signature of Reporting Person Date

Stefan S. Anderson (Confirming Statement on File)

Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.