

MARSHALL & ILSLEY CORP
Form 424B3
February 25, 2008

Marshall & Ilsley Corporation MiNotes

PRICING SUPPLEMENT

Preliminary Pricing Supplement Dated: 2/20/2008
(To Prospectus Supplement Dated January 23, 2008
and Prospectus Dated November 6, 2007)

Rule 424(b)(3)
File No. 333-147162

Pricing Supplement No. 003

U.S. \$ 500,000,000

MARSHALL & ILSLEY CORPORATION

MINOTESSM

DUE NINE MONTHS OR MORE FROM DATE OF ISSUE

Trade Date: 2/25/2008

Issue Date: 2/28/2008

Agents: Merrill Lynch, Pierce, Fenner & Smith Inc.; Citigroup Global Markets, Inc.; Edward D. Jones & Co, L.P.; InCapital LLC; Morgan Stanley & Co. Incorporated; UBS Securities LLC; Wachovia Capital Markets, LLC

| CUSIP | AGGREGATE PRINCIPAL AMOUNT | PRICE TO PUBLIC | CONCESSION | NET PROCEEDS TO ISSUER | SENIOR OR SUB-ORDINATED | INTEREST RATE |
|-----------|----------------------------------|-----------------------|------------|------------------------------|----------------------------|------------------|
| 57183WAA6 | 6,975,000 | 100.000% | 2.5% | 6,800,625 | Senior | 6.20% |

| INTEREST PAYMENT FREQUENCY | FIRST COUPON DATE | MATURITY DATE | SURVIVOR S OPTION | REDEMPTION OR REPAYMENT YES/NO | REDEMPTION/ REPAYMENT TERMS |
|----------------------------------|-------------------------|------------------|----------------------|--------------------------------------|-----------------------------------|
| Quarterly | 5/28/2008 | 2/28/2028 | Yes | Yes | See below |

Option Redemption: The MiNotes will be subject to redemption at the option of Marshall & Ilsley Corporation, on the Interest Payment Date occurring on February 26, 2010 and on each Interest Payment Date thereafter at a redemption price equal to 100% of the principal amount of the MiNotes, plus any accrued and unpaid interest thereon. See Description of Notes Redemption and Repayment in the prospectus supplement referred to above.