BRACKEN FRANK A Form 4 October 02, 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 Repo	rting Person*					
Bracken	Frank	A				
(Last)	(First)	(Middle)				
5150 Plantation Drive						
	(Street)					
Indianapolis	IN	46205				
(City)	(State)	(Zip)				
2. Issuer Name and Ticker o	r Trading Symbol					
First Merchants Corporation -	FRME					
3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)						
304-44-5290						

4. Statement for Month/Day/Year

# 09/13/02

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

6.	Relationship of Reporting Person to Issue (Check all applicable)	er	
	<pre>[x] Director [_] Officer (give title below)</pre>		10% Owner Other (specify below)

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

[x] Form filed by one Reporting Person
[\_] Form filed by more than one Reporting Person

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

1. Transaction (Instr. 8)		2.		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
(Instr. 3) (mm/dd/yy) Code V	1. Title of Security (Instr. 3)	Transaction Date	(Instr. 8)	- Amount	(A) or (D)	Price	

Common	Stock	V	(1
Common	Stock		

\_\_\_\_\_

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

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

(Print or Type Response) (Over)

FORM 4 (continued)

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

\_\_\_\_\_

2.					
Conver-			5.		7.
sion			Number of		Title and Amount
or			Derivative	6.	of Underlying
Exer-		4.	Securities	Date	Securities
cise	3.	Trans-	Acquired (A)	Exercisable and	(Instr. 3 and 4)

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Price	Trans-	action	or Disposed		Expiration Date			
of	action	Code	of(D)		(Month/D	ay/Year)		Amount
Deriv-	Date	(Instr.	(Instr.	З,				or
ative	(Month/	8)	4 and 5)	1	Date	Expira-		Number
Secur-	Day/				Exer-	tion		of
ity	Year)	Code V	(A) (	(D)	cisable	Date	Title	Shares
	of Deriv- ative Secur-	of action Deriv- Date ative (Month/ Secur- Day/	of action Code Deriv- Date (Instr. ative (Month/ 8) Secur- Day/	ofactionCodeof(D)Deriv-Date(Instr.(Instr.ative(Month/ 8)4 and 5)Secur-Day/	ofactionCodeof(D)Deriv-Date(Instr. (Instr. 3,ative(Month/ 8)4 and 5)Secur-Day/	ofactionCodeof (D)(Month/DDeriv-Date(Instr. (Instr. 3,ative(Month/ 8)4 and 5)DateSecur-Day/Exer-	ofactionCodeof (D)(Month/Day/Year)Deriv-Date(Instr. (Instr. 3,ative(Month/ 8)4 and 5)DateExpira-Secur-Day/Exer-tion	of action Code of (D) (Month/Day/Year) Deriv- Date (Instr. (Instr. 3, ative (Month/ 8) 4 and 5) Date Expira- Secur- Day/ Exer- tion

Non-Employee Director Stock Option (Right to Buy)

#### \_\_\_\_\_

Explanation of Responses: (1) Includes 7.0442 shares acquired in September 2002 under the First Merchants Corporation dividend reinvestment plan.

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.

/s/ Larry R. Helms

October 2, 2002 ------Date

\*\*Signature of Reporting Person Frank A. Bracken (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).

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

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