

FIRST MERCHANTS CORP

Form 3

January 30, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting
Person *

Stewart Michael J

(Last) (First) (Middle)

200 EAST JACKSON STREET

(Street)

MUNCIE, IN 47305

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

01/29/2008

3. Issuer Name and Ticker or Trading Symbol

FIRST MERCHANTS CORP [FRME]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☒ Other
(give title below) (specify below)Executive Vice President / Chief
Banking Officer5. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group

Filing(Check Applicable Line)
☒ Form filed by One Reporting
Person☐ Form filed by More than One
Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

3,750

D A

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

SEC 1473 (7-02)

**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 control number.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Expiration
Exercisable Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Employee stock option right to buy	01/29/2010	01/29/2018	Common Stock	6,000	\$ 24.55	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stewart Michael J 200 EAST JACKSON STREET MUNCIE, IN 47305	Â	Â	Â Executive Vice President	Chief Banking Officer

Signatures

Larry R. Helms (Confirming Statement
on File) 01/30/2008

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

Â

Remarks:

ExhibitÂ 24

ConfirmingÂ Statement

ThisÂ statementÂ confirmsÂ thatÂ theÂ undersigned,Â MichaelÂ J.Â Stewart,Â hasÂ authorizedÂ and designatedÂ LarryÂ R.Â HelmsÂ toÂ executeÂ andÂ fileÂ onÂ theÂ undersigned'sÂ behalfÂ all FormsÂ 3,Â 4,Â andÂ 5Â (includingÂ anyÂ amendmentsÂ thereto)Â thatÂ theÂ undersignedÂ mayÂ be requiredÂ toÂ fileÂ withÂ theÂ U.S.Â SecuritiesÂ andÂ ExchangeÂ CommissionÂ asÂ aÂ resultÂ ofÂ of theÂ undersigned'sÂ ownershipÂ ofÂ orÂ transactionsÂ inÂ theÂ securitiesÂ ofÂ FirstÂ Merchants Corporation.Â Â TheÂ authorityÂ ofÂ LarryÂ R.Â HelmsÂ underÂ thisÂ statementÂ shallÂ continue untilÂ theÂ undersignedÂ isÂ noÂ longerÂ requiredÂ toÂ fileÂ FormsÂ 3,Â 4,Â andÂ 5Â withÂ regard toÂ theÂ undersigned'sÂ ownershipÂ ofÂ orÂ transactionsÂ inÂ securitiesÂ ofÂ FirstÂ Merchants Corporation,Â unlessÂ earlierÂ revokedÂ inÂ writing.Â Â TheÂ undersignedÂ acknowledges LarryÂ R.Â HelmsÂ isÂ notÂ assumingÂ anyÂ ofÂ theÂ undersigned'sÂ responsibilitiesÂ toÂ comply withÂ SectionÂ 16Â ofÂ theÂ SecuritiesÂ ExchangeÂ ActÂ ofÂ 1934.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.