SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(D) OF
THE SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended 9/30/2001 Commission File No. 0-15950

FIRST BUSEY CORPORATION

(Exact name of registrant as specified in its charter)

Nevada	37-1078406
(State or other jurisdiction of incorporation of organization)	(I.R.S. Employer Identification No.)
201 West Main Street Urbana, Illinois	61801
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (217) 365-4556

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

Indicate the number of shares outstanding of each of the Registrant's classes of common stock, as of the practicable date.

Class	Outstanding at October 31, 2001
Common Stock, without par value	13,673,452

PART I - FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
SEPTEMBER 30, 2001, AND DECEMBER 31, 2000
(UNAUDITED)

	September 30, 2001	December 31, 2000
	(Dollars in thousands)	
ASSETS		
Cash and due from banks	$ 52,543	$ 58,585
Federal funds sold	45,800	34,700
Securities available for sale (amort. cost 2001 $227,041; 2000 $218,790)	241,450	228,597
Loans	935,679	984,369
Allowance for loan losses	(12,977)	(12,268)
Net loans	922,702	972,101
Premises and equipment	30,090	31,253
Goodwill and other intangibles	10,999	12,255
Other assets	22,372	17,553
Total assets	$ 1,325,956	$ 1,355,044
LIABILITIES AND STOCKHOLDERS' EQUITY		
LIABILITIES		
Deposits:		
Non-interest bearing	$ 135,829	$ 134,669
Interest bearing	988,366	1,014,118
Total deposits	$ 1,124,195	$ 1,148,787
Securities sold under agreements to repurchase	13,199	18,890
Short-term borrowings	5,283	32,283
Long-term debt	45,000	52,976
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	25,000	-
Other liabilities	9,220	9,783
Total liabilities	$ 1,221,897	$ 1,262,719
STOCKHOLDERS' EQUITY		
Preferred stock	$ -	$ -
Common stock	6,291	6,291
Surplus	21,447	22,044
Retained earnings	79,959	73,215
Accumulated other comprehensive income	8,693	5,917
Total stockholders' equity before treasury stock, unearned ESOP shares and deferred compensation for stock grants	$ 116,390	$ 107,467
Treasury stock, at cost	(10,046)	(12,858)
Unearned ESOP shares and deferred compensation for stock grants	(2,285)	(2,284)
Total stockholders' equity	$ 104,059	$ 92,325
Total liabilities and stockholders' equity	$ 1,325,956	$ 1,355,044
Common Shares outstanding at period end	13,660,296	13,451,180

See accompanying notes to unaudited consolidated financial statements.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2001 AND 2000
(UNAUDITED)

	2001	2000
	(Dollars in thousands, except per share amounts)	
INTEREST INCOME:		
Interest and fees on loans	$59,214	$58,525
Interest and dividends on investment securities:		
Taxable interest income	7,746	7,898
Non-taxable interest income	1,554	1,522
Dividends	86	95
Interest on federal funds sold	1,028	317
Total interest income	$69,628	$68,357
INTEREST EXPENSE:		
Deposits	$32,819	$30,008
Short-term borrowings	1,865	4,186
Long-term debt	1,913	2,183
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	647	-
Total interest expense	$37,244	$36,377
Net interest income	$32,384	$31,980
Provision for loan losses	1,145	1,675
Net interest income after provision for loan losses	$31,239	$30,305
OTHER INCOME:		
Trust	$ 3,486	$ 3,249
Commissions and brokers' fees, net	1,670	1,408
Service charges on deposit accounts	4,429	3,886
Other service charges and fees	1,214	1,570
Security gains, net	1,076	347
Net commissions from travel services	707	700
Gain on sales of pooled loans	1,634	827
Other operating income	2,378	1,359
Total other income	$16,594	$13,346
OTHER EXPENSES:		
Salaries and wages	$13,131	$11,908
Employee benefits	2,609	2,174
Net occupancy expense of premises	2,293	2,214
Furniture and equipment expenses	2,914	2,561
Data processing	587	955
Stationery, supplies and printing	790	750
Amortization of intangible assets	1,256	1,165
Other operating expenses	5,345	4,772
Total other expenses	$28,925	$26,499
Income before income taxes	$18,908	$17,152
Income taxes	6,922	6,080
NET INCOME	$11,986	$11,072
BASIC EARNINGS PER SHARE	$ 0.89	$ 0.83
DILUTED EARNINGS PER SHARE	$ 0.88	$ 0.81
DIVIDENDS DECLARED PER SHARE OF COMMON STOCK	$ 0.39	$ 0.36

See accompanying notes to unaudited consolidated financial statements.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE QUARTERS ENDED SEPTEMBER 30, 2001 AND 2000
(UNAUDITED)

	2001	2000
	(Dollars in thousands, except per share amounts)	
INTEREST INCOME:		
Interest and fees on loans	$18,701	$20,914
Interest and dividends on investment securities:		
Taxable interest income	2,468	2,548
Non-taxable interest income	516	511
Dividends	27	31
Interest on federal funds sold	279	22
Total interest income	$21,991	$24,026
INTEREST EXPENSE:		
Deposits	$ 9,736	$10,810
Short-term borrowings	329	1,615
Long-term debt	599	686
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	575	-
Total interest expense	$11,239	$13,111
Net interest income	$10,752	$10,915
Provision for loan losses	250	690
Net interest income after provision for loan losses	$10,502	$10,225
OTHER INCOME:		
Trust	$ 1,080	$ 993
Commissions and brokers' fees, net	506	453
Service charges on deposit accounts	1,522	1,378
Other service charges and fees	399	425
Security gains, net	204	322
Net commissions from travel services	181	216
Gain on sales of pooled loans	668	307
Other operating income	930	244
Total other income	$ 5,490	$ 4,338
OTHER EXPENSES:		
Salaries and wages	$ 4,490	$ 4,107
Employee benefits	806	726
Net occupancy expense of premises	760	779
Furniture and equipment expenses	946	884
Data processing	196	232
Stationery, supplies and printing	249	297
Amortization of intangible assets	541	369
Other operating expenses	1,807	1,661
Total other expenses	$ 9,795	$ 9,055
Income before income taxes	$ 6,197	$ 5,508
Income taxes	2,336	1,975
NET INCOME	$ 3,861	$ 3,533
BASIC EARNINGS PER SHARE	$ 0.29	$ 0.27
DILUTED EARNINGS PER SHARE	$ 0.28	$ 0.26
DIVIDENDS DECLARED PER SHARE OF COMMON STOCK	$ 0.13	$ 0.12

See accompanying notes to unaudited consolidated financial statements.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2001 AND 2000
(UNAUDITED)

	2001	2000
	(Dollars in thousands)	
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	$ 11,986	$ 11,072
Adjustments to reconcile net income to net cash (used in) provided by operating activities:		
Depreciation and amortization	4,301	3,906
Provision for loan losses	1,145	1,675
Decrease in deferred income taxes	(1,467)	(513)
Amortization of investment security discounts	(660)	(245)
Gain on sales of investment securities, net	(1,076)	(347)
Proceeds from sales of pooled loans	176,578	40,834
Loans originated for sale	(179,117)	(39,972)
Gain on sale of pooled loans	(1,634)	(827)
(Gain) loss on sales and dispositions of premises and equipment	(6)	1
Change in assets and liabilities:		
Increase in other assets	(4,991)	(2,105)
Increase (decrease) in accrued expenses	694	(1,564)
(Decrease) increase in interest payable	(1,729)	744
Decrease in income taxes receivable	172	-
Increase in income taxes payable	113	2,680
Net cash provided by operating activities	$ 4,309	$ 15,339
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sales of securities classified available for sale	$ 4,507	$ 16,245
Proceeds from maturities of securities classified available for sale	91,962	29,268
Purchase of securities classified available for sale	(102,984)	(35,433)
Increase in federal funds sold	(11,100)	(1,600)
Decrease (increase) in loans	52,427	(100,745)
Purchases of premises and equipment	(1,879)	(5,828)
Proceeds from sales of premises and equipment	7	576
Net cash provided by (used in) investing activities	$ 32,940	($97,517)
CASH FLOWS FROM FINANCING ACTIVITIES		
Net (decrease) increase in certificates of deposit	(73,275)	45,773
Net increase in demand, money market and saving deposits	48,683	33,900
Cash dividends paid	(5,242)	(4,808)
Purchase of treasury stock	(2,535)	(1,881)
Proceeds from sale of treasury stock	4,745	400
Proceeds from short-term borrowings	3,500	55,925
Principal payments on short-term borrowings	(30,500)	(65,932)
Proceeds from long-term borrowings	2,000	18,000
Principal payments on long-term borrowings	(9,976)	(18,898)
Proceeds from issuance of trust preferred securities	25,000	-
Net decrease in securities sold under agreement to repurchase and federal funds purchased	(5,691)	(628)
Net cash (used in) provided by financing activities	($43,291)	$ 61,851
Net decrease in cash and due from banks	($6,042)	($20,327)
Cash and due from banks, beginning	$ 58,585	69,722
Cash and due from banks, ending	$ 52,543	$ 49,395

See accompanying notes to unaudited consolidated financial statements.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR THE NINE MONTHS ENDED SEPTEMBER 30, 2001 AND 2000
(UNAUDITED)

	2001	2000
	(Dollars in thousands, except per share amounts)	
Net Income	$11,986	$11,072
Other comprehensive income, before tax:		
Unrealized gains on securities:		
Unrealized holding gains arising during period	$ 5,678	$ 2,141
Less reclassification adjustment for gains included in net income	1,076	347
Other comprehensive income, before tax	$ 4,602	$ 1,794
Income tax expense related to items of other comprehensive income	1,826	710
Other comprehensive income, net of tax	$ 2,776	$ 1,084
Comprehensive income	$14,762	$12,156

FIRST BUSEY CORPORATION AND SUBSIDIARIES
NOTES TO UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1: INTERIM FINANCIAL STATEMENTS

The consolidated interim financial statements of First Busey Corporation and Subsidiaries are unaudited, but in the opinion of management reflect all necessary adjustments, consisting only of normal recurring accruals, for a fair presentation of results as of the dates and for the periods covered by the financial statements. The results for the interim periods are not necessarily indicative of the results of operations that may be expected for the fiscal year.

NOTE 2: LOANS

The major classifications of loans at September 30, 2001 and December 31, 2000 were as follows:

	September 30, 2001	December 31, 2000
	(Dollars in thousands)	
Commercial	$ 115,900	$ 124,052
Real estate construction	75,511	75,672
Real estate - farmland	14,664	15,411
Real estate - 1-4 family residential mortgage	365,320	404,226
Real estate - multifamily mortgage	52,657	61,954
Real estate - non-farm nonresidential mortgage	237,821	231,230
Installment	52,913	50,980
Agricultural	20,893	20,844
	$ 935,679	$ 984,369
Less:		
Allowance for loan losses	(12,977)	(12,268)
Net loans	$ 922,702	$ 972,101

The real estate-mortgage category includes loans held for sale with carrying values of $9,665,000 at September 30, 2001 and $5,492,000 at December 31, 2000; these loans had fair market values of $9,793,000 and $5,568,000 respectively.

The following table sets forth the maturities of the loan portfolio.

	1 year or less	1 year - 5 years	Over 5 years	Total
Commerical & Agricultural	87,761	31,331	17,701	136,793
Real Estate	129,756	311,967	304,250	745,973
Installment	10,126	39,890	2,897	52,913
Total	227,643	383,188	324,848	935,679
Fixed	86,131	254,070	81,785	421,986
Variable	141,512	129,118	243,063	513,693
Total	227,643	383,188	324,848	935,679

NOTE 3: INCOME PER SHARE

Net income per common share has been computed as follows:

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2001	2000	2001	2000
Net income	$ 3,861,000	$ 3,533,000	$11,986,000	$11,072,000
Shares:				
Weighted average common shares outstanding	13,495,521	13,350,088	13,455,502	13,359,036
Dilutive effect of outstanding options, as determined by the application of the treasury stock method	125,317	216,975	149,558	249,984
Weighted average common shares outstanding, as adjusted	13,620,838	13,567,063	13,605,060	13,609,020
Basic earnings per share	$ 0.29	$ 0.27	$ 0.89	$ 0.83
Diluted earnings per share	$ 0.28	$ 0.26	$ 0.88	$ 0.81

NOTE 4: TRUST PREFERRED SECURITIES

On June 18, 2001, First Busey Corporation ("Corporation") issued $25 million of Trust Preferred Securities ("Securities") through First Busey Capital Trust I ("Trust"), a statutory business trust and wholly owned subsidiary of the Corporation. The Securities pay cumulative cash distributions quarterly at an annual rate of 9.00%. Proceeds from the sale of the Securities were invested by the Trust in 9.00% Junior Subordinated Deferrable Interest Debentures issued by the Corporation which represents all of the assets of the Trust. The Securities are subject to mandatory redemption, in whole or in part, upon repayment of the Junior Subordinated Debentures at the stated maturity or their earlier redemption, in each case at a redemption price equal to the aggregate liquidation preference of the Securities plus any accumulated and unpaid distributions thereon to the date of redemption. Prior redemption is permitted under certain circumstances such as changes in tax and investment company regulations. The Corporation fully and unconditionally guarantees the Securities through the combined operation of the debentures and related documents. The Corporation's obligations under the guarantee are unsecured and subordinate to all of the Corporation's senior and subordinated indebtedness.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

The following is management's discussion and analysis of the financial condition of First Busey Corporation and Subsidiaries ("Corporation") at September 30, 2001 (unaudited) when compared with December 31, 2000 and the results of operations for the nine months ended September 30, 2001 and 2000 (unaudited) and the results of operations for the three months ended September 30, 2001 and 2000 (unaudited). This discussion and analysis should be read in conjunction with the Corporation's consolidated financial statements and notes thereto appearing elsewhere in this quarterly report.

FINANCIAL CONDITION AT SEPTEMBER 30, 2001 AS COMPARED TO DECEMBER 31, 2000

Total assets decreased $29,088,000, or 2.1%, to $1,325,956,000 at September 30, 2001 from $1,355,044,000 at December 31, 2000.

Securities available for sale increased $12,853,000, or 5.6%, to $241,450,000 at September 30, 2001 from $228,597,000 at December 31, 2000.

Loans decreased $48,690,000 or 4.9%, to $935,679,000 at September 30, 2001 from $984,369,000 at December 31, 2000, primarily due to decreases in commercial, 1-4 family residential mortgage, and multifamily mortgage loans. These decreases were partially offset by increases in non-farm nonresidential real estate and installment loans.

Total deposits decreased $24,592,000, or 2.1%, to $1,124,195,000 at September 30, 2001 from $1,148,787,000 at December 31, 2000. Non-interest bearing deposits increased $1,160,000 to $135,829,000 at September 30, 2001 from $134,669,000 at December 31, 2000. Interest-bearing deposits decreased $25,752,000 to $988,366,000 at September 30, 2001 from $1,014,118,000 at December 31, 2000. Short-term borrowings decreased $27,000,000 to $5,283,000 at September 30, 2001, as compared to $32,283,000 at December 31, 2000. In June, 2001, the Corporation issued $25,000,000 in trust preferred securities. The proceeds were used to reduce short-term debt associated with the purchase of Busey Bankfsb in October, 1999. Long-term debt decreased $7,976,000 to $45,000,000 at September 30, 2001, as compared to $52,976,000 at December 31, 2000.

In the first nine months of 2001, the Corporation repurchased 133,734 shares of its common stock at an aggregate cost of $2,535,000. The Corporation is purchasing shares for the treasury as they become available in order to meet future issuance requirements of previously granted non-qualified stock options.

The following table sets forth the components of non-performing assets and past due loans.

	September 30, 2001	December 31, 2000
	(Dollars in thousands)	
Non-accrual loans	$ 930	$ 767
Loans 90 days past due, still accruing	1,543	4,667
Restructured loans	-	-
Other real estate owned	30	230
Non-performing other assets	1	11
Total non-performing assets	$ 2,504	$ 5,675
Total non-performing assets as a percentage of total assets	0.19%	0.42%
Total non-performing assets as a percentage of loans plus non-performing assets	0.27%	0.57%

The ratio of non-performing assets to loans plus non-performing assets decreased to 0.27% at September 30, 2001 from 0.57% at December 31, 2000. This was due primarily to a decrease in the balance of loans 90 days past due and still accruing, partially offset by an increase in non-accrual loans. The overall reduction in non-performing assets is the result of management's efforts to implement more vigorous underwriting standards and more aggressive collection procedures to reduce the balance of non-performing loans.

RESULTS OF OPERATIONS
NINE MONTHS ENDED SEPTEMBER 30, 2001 AS COMPARED TO SEPTEMBER 30, 2000

SUMMARY

Net income for the nine months ended September 30, 2001 increased 8.3% to $11,986,000 as compared to $11,072,000 for the comparable period in 2000. Diluted earnings per share increased 8.6% to $.88 at September 30, 2001 as compared to $.81 for the same period in 2000.

Operating earnings, which exclude security gains and the related tax expense, were $11,337,000, or $.83 per share for the nine months ended September 30, 2001, as compared to $10,863,000, or $.80 per share for the same period in 2000.

The Corporation's return on average assets was 1.22% for the nine months ended September 30, 2001, as compared to 1.19% for the comparable period in 2000. The return on average assets from operations of 1.15% for the nine months ended September 30, 2001 was 2 basis points lower than the 1.17% level achieved in the comparable period of 2000.

Net interest margin, the Corporation's net interest income expressed as a percentage of average earning assets stated on a fully taxable equivalent basis, was 3.61% for the nine months ended September 30, 2001, or 20 basis points lower than the 3.81% for the same period in 2000. The net interest margin expressed as a percentage of average total assets, also on a fully taxable equivalent basis, was 3.39% for the nine months ended September 30, 2001, or 16 basis points lower than the to 3.55% for the same period in 2000. As interest rates have declined, the yield on interest-earning assets has decreased by greater degree than the cost of interest-bearing liabilities.

During the nine months ended September 30, 2001, the Corporation recognized security gains of approximately $649,000, after income taxes, representing 5.4% of net income. During the same period in 2000, security gains of $209,000, after income taxes, were recognized, representing 1.9% of net income.

INTEREST INCOME

Interest income, on a tax equivalent basis, for the nine months ended September 30, 2001 increased 1.9% to $70,636,000 from $69,337,000 for the comparable period in 2000. The increase in interest income resulted primarily from an increase in average earning assets of $81,489,000 for the period ended September 30, 2001, as compared to the same period of 2000. The growth in average interest-earning assets was offset by the decline in yields earned on all categories of interest-earning assets. The average yield on interest-earning assets for the period ended September 30, 2001, decreased to 7.63% from 8.01% for the same period in 2000.

INTEREST EXPENSE

Total interest expense increased $867,000 or 2.4% for the nine months ended September 30, 2001 as compared to the prior year period. Most of the increase in interest expense is attributable to growth in the average balances of interest-bearing checking accounts, money market deposits, and time deposits. This volume growth was partially offset by a decrease in the average balance of short-term borrowings. The average rate paid on interest-bearing liabilities fell 11 basis points for the nine months ending September 30, 2001, as compared to the prior year period. This decline is primarily due to decreases in the rates paid on savings, money market deposits, and other short-term debt, which were partially offset by increases in the rates paid on time deposits and long-term debt.

PROVISION FOR LOAN LOSSES

The provision for loan losses of $1,145,000 for the nine months ended September 30, 2001 is $530,000 less than the provision for the comparable period in 2000. The provision and the net charge-offs of $436,000 for the period resulted in the reserve representing 1.39% of total loans and 518% of non-performing loans at September 30, 2001, as compared to the reserve representing 1.25% of total loans and 216% of non-performing loans at December 31, 2000.

OTHER INCOME, OTHER EXPENSE AND INCOME TAXES

Total other income, excluding security gains, increased $2,519,000 or 19.4% for the nine months ended September 30, 2001, as compared to the same period in 2000. This increase is due primarily to growth in trust, commissions and brokers' fees, service charges on deposit accounts, gains on the sale of pooled loans, and other operating income. Gains of $1,634,000 were recognized on the sale of $174,944,000 of pooled loans for the nine months ended September 30, 2001 as compared to gains of $827,000 on the sale of $40,007,000 of pooled loans in the prior year period.

Management anticipates continued sales from the current mortgage loan production of the Corporation in order to maintain the asset/liability structure the Corporation is trying to effect. The Corporation may realize gains and/or losses on these sales dependent upon interest rate movements and upon how receptive the debt markets are to mortgage backed securities.

Total other expenses increased 9.2% or $2,426,000 for the nine months ended September 30, 2001 as compared to the same period in 2000.

Salaries and wages expense increased $1,223,000 or 10.3%, and employee benefits expense increased $435,000 or 20.0% for the nine months ended September 30, 2001, as compared to the same period last year. The Corporation had 490 full time equivalent employees as of September 30, 2001 as compared to 495 as of September 30, 2000. Occupancy and furniture and equipment expenses increased 9.0% to $5,207,000 for the nine months ended September 30, 2001 from $4,775,000 in the prior year period. In October 2000, Busey Bank fsb opened a full-service branch office in Fort Myers, Florida. The majority of the increases in salaries and wages, occupancy, and furniture and equipment expenses can be attributed to the opening of this branch office. Data processing expense decreased $368,000 to $587,000 for the nine months ended September 30, 2001 from the prior year period. During June of 2000, Busey Bankfsb converted from its existing outsourced data processor to a solution provided in-house by Busey Bank. Nonrecurring costs associated with this conversion and included in 2000 data processing expenses totaled $180,000.

The Corporation's net overhead expense, total non-interest expense less non-interest income, excluding security gains, divided by average assets, decreased to 1.36% for the nine months ended September 30, 2001 from 1.45% in the prior year period as a result of the income and expense items described above.

The Corporation's efficiency ratio is defined as operating expenses divided by net revenue. (More specifically it is defined as non-interest expense expressed as a percentage of the sum of tax equivalent net interest income and non-interest income, excluding security gains). The consolidated efficiency ratio for the nine months ended September 30, 2001 was 59.1% as compared to 57.7% for the prior year period. When the gains on the sales of pooled loans are excluded, these ratios are 61.2% and 58.7%, respectively. The change in the current year efficiency ratio is due to the income and expense items noted above.

Income taxes for the nine months ended September 30, 2001 increased to $6,922,000 as compared to $6,080,000 for the comparable period in 2000. As a percent of income before taxes, the provision for income taxes increased to 36.6% for the nine months ended September 30, 2001 from 35.4% for the same period in 2000.

RESULTS OF OPERATIONS
THREE MONTHS ENDED SEPTEMBER 30, 2001 AS COMPARED TO SEPTEMBER 30, 2000

SUMMARY

Net income for the three months ended September 30, 2001 increased 9.3% to $3,861,000 as compared to $3,533,000 for the comparable period in 2000. Diluted earnings per share increased 7.7% to $.28 at September 30, 2001 as compared to $.26 for the same period in 2000.

Operating earnings, which exclude security gains and the related tax expense, were $3,738,000, or $.27 per share for the three months ended September 30, 2001, as compared to $3,339,000, or $.25 per share for the same period in 2000.

The Corporation's return on average assets was 1.17% for the three months ended September 30, 2001, as compared to 1.10% achieved for the comparable period in 2000. The return on average assets from operations of 1.14% for the three months ended September 30, 2001 is 10 basis points higher than the 1.04% level achieved in the comparable period of 2000.

The net interest margin expressed as a percentage of average earning assets was 3.59% for the three months ended September 30, 2001, or 17 basis points lower than the 3.76% level achieved for the like period in 2000. The net interest margin expressed as a percentage of average total assets was 3.37% for the three months ended September 30, 2001, or 13 basis points lower than the 3.50% for the same period in 2000.

During the three months ended September 30, 2001, the Corporation recognized security gains of approximately $123,000, after income taxes, representing 3.2% of net income. During the same period in 2000, security gains of approximately $194,000, after income taxes, were recognized, representing 5.5% of net income.

INTEREST INCOME

Interest income on a fully taxable equivalent basis decreased $1,981,000 or 8.2% for the three months ended September 30, 2001 from the same period in 2000. The increase resulted from a higher level of interest income on greater average volumes of Federal funds sold and investment securities offset by a decline in the average balance of loans outstanding for the three months ended September 30, 2001 as compared to the same period of 2000. The yield on interest earning assets for the three months ended September 30, 2001, decreased to 7.23% from 8.15% for the same period in 2000, as all categories of interest-earning assets have been impacted by the decline in market interest rates.

INTEREST EXPENSE

Total interest expense decreased $1,837,000, or 14.0%, for the three months ended September 30, 2001 as compared to the prior year period. This decrease resulted from decreases in the average volumes of short-term borrowings offset by increases in the average balances of money market deposits and long-term debt. Most of the decrease can be attributed to the decline in the average rates paid on all categories of interest-bearing deposits and short-term borrowings offset by an increase in the average rate paid on long-term debt.

OTHER INCOME, OTHER EXPENSE AND INCOME TAXES

Total other income, excluding security transactions, increased $1,270,000 or 31.6% for the three months ended September 30, 2001 as compared to the same period in 2000. This was a combination of increased trust revenue, commissions and brokers' fees, service charges on deposit accounts, gains on sales of pooled loans, and other operating income. Gains of $668,000 were recognized on the sale of $77,519,000 of pooled loans for the three months ended September 30, 2001 as compared to gains of $307,000 on the sale of $19,734,000 of pooled loans in the prior year period.

Total other expenses increased 8.2% or $740,000 for the three months ended September 30, 2001 as compared to the same period in 2000.

Salaries and wages expense increased $383,000 or 9.3% and employee benefits expense increased $80,000 or 11.0% for the three months ended September 30, 2001, as compared to the same period last year. Occupancy and furniture and equipment expenses increased 2.6% to $1,706,000 for the three months ended September 30, 2001 from $1,663,000 in the prior year period.

The consolidated efficiency ratio for the three months ended September 30, 2001 was 59.8% as compared to 59.4% for the prior year period. When the gains on the sales of pooled loans are excluded, these ratios are 62.4% and 60.6%, respectively. The change in the current year efficiency ratio is due to the income and expense items noted above.

Income taxes for the three months ended September 30, 2001 increased to $2,336,000 as compared to $1,975,000 for the comparable period in 2000. As a percent of income before taxes, the provision for income taxes increased to 37.7% for the three months ended September 30, 2001 from 35.9% for the same period in 2000.

NEW ACCOUNTING PRONOUNCEMENTS

In September 2000, Statement on Financial Accounting Standards No. 140 "Accounting for Transfers and Servicing of Financial Assets and Extinguishments of Liabilities" was issued to replace Statement on Financial Accounting Standards No. 125 which was issued in June 1996. Statement No. 125 addressed issues related to transfers of financial assets in which the transferor has some continuing involvement with the transferred assets or with the transferee. Statement No. 140 resolves implementation issues which arose as a result of Statement No. 125, but carries forward most of Statement No. 125's provisions. Statement No. 140 is effective for transfers occurring after March 31, 2001, and for disclosures relating to securitization transactions and collateral for fiscal years ending after December 15, 2000. Management does not believe the adoption of Statement No. 140 will have a significant impact on its financial statements.

In June 2001, the Financial Accounting Standards Board issued Statement No. 141, "Business Combinations" (SFAS No. 141). SFAS No. 141 addresses financial accounting and reporting for business combinations and supersedes APB Opinion No. 16, "Business Combinations" and SFAS No. 38, "Accounting for Preacquisition Contingencies of Purchased Enterprises." SFAS No. 141 requires all business combinations in the scope of this SFAS to be accounted for using the purchase method. SFAS No. 141 is effective for business combinations initiated after June 30, 2001, and all business combinations accounted for using the purchase method for which the acquisition date is July 1, 2001, or later.

In June 2001, the Financial Accounting Standards Board issued Statement of Financial Accounting Standard No. 142, "Goodwill and Other Intangible Assets" (FAS 142). The standard addresses financial accounting and reporting for acquired goodwill and other intangible assets and supersedes APB Opinion No. 17, "Intangible Assets." It addresses how intangible assets should be accounted for at acquisition and in subsequent periods. Most significantly, goodwill and intangible assets that have indefinite useful lives will not be amortized but rather will be tested at least annually for impairment. Intangible assets that have finite useful lives will continue to be amortized over their useful lives. The standard also provides specific guidance for testing goodwill for impairment and requires additional disclosures about goodwill and intangible assets.

FAS 142 is effective for fiscal years beginning after December 15, 2001. The standard is required to be applied to the beginning of an entity's fiscal year and to be applied to all goodwill and other intangible assets recognized in its financial statements at that date. Impairment losses for goodwill and other intangible assets with indefinite lives that arise due to the initial application of this Standard are to be reported as resulting from a change in accounting principle. The Company does not believe the adoption of the Standard will have a material impact on the consolidated financial statements.

In June 2001, Statement on Financial Accounting Standards No. 143 "Accounting for Asset Retirement Obligations" was issued to address financial reporting and obligations associated with the retirement of tangible long-lived assets and the associated asset retirement costs. This Statement applies to all entities and to legal obligations associated with the retirement of long-lived assets that result from the acquisition, construction, development or normal operations of a long-lived asset, except for certain obligations of lessees. Statement No. 143 is effective for financial statements issued for fiscal years beginning after June 15, 2002.

In August 2001, Statement on Financial Accounting Standards No. 144 "Accounting for the Impairment or Disposal of Long-Lived Assets" was issued to supersede Statement No. 121 "Accounting for the Impairment and for Long-Lived Assets to Be Disposed Of", and the accounting and reporting provisions of APB Opinion No. 30 "Reporting the Results of Operations - Reporting the Effects of Disposal of a Segment of a Business, and Extraordinary, Unusual and Infrequently Occurring Events and Transactions." Statement No. 144 is effective for financial statements issued for fiscal years beginning after December 15, 2001, and interim periods within those fiscal years, with early application encouraged.

REPORTABLE SEGMENTS AND RELATED INFORMATION

First Busey Corporation has three reportable segments, Busey Bank, Busey Bankfsb, and First Busey Trust & Investment Co. Busey Bank provides a full range of banking services to individual and corporate customers through its branch network in central Illinois, through its branch in Indianapolis, Indiana, and through its loan production office in Fort Myers, Florida. First Busey Trust & Investment Co. provides trust and asset management services to individual and corporate customers throughout central Illinois. Busey Bankfsb provides a full range of banking services to individual and corporate customers in McLean County.

The Corporation's three reportable segments are strategic business units that are separately managed as they offer different products and services and have different marketing strategies.

The segment financial information provided below has been derived from the internal profitability reporting system used by management to monitor and manage the financial performance of the Corporation. The accounting policies of the three segments are the same as those described in the summary of significant accounting policies in the annual report. The Corporation accounts for intersegment revenue and transfers at current market value.

	September 30, 2001						
	Busey Bank	Busey Bankfsb	First Busey Trust & Investment Co.	All Other	Totals	Eliminations	Consolidated Totals
Interest income	$ 52,921	$ 16,482	$ 137	$ 144	$ 69,684	$ (56)	$ 69,628
Interest expense	25,990	9,516	-	1,715	37,221	23	37,244
Other income	9,230	1,856	3,522	16,801	31,409	(14,815)	16,594
Net income	10,678	1,593	1,076	12,168	25,515	(13,529)	11,986
Total assets	1,033,876	283,461	3,891	142,482	1,463,710	(137,754)	1,325,956

	September 30, 2000						
	Busey Bank	Busey Bankfsb	First Busey Trust & Investment Co.	All Other	Totals	Eliminations	Consolidated Totals
Interest income	$ 56,366	$ 11,805	$ 133	$ 104	$ 68,408	$ (51)	$ 68,357
Interest expense	28,144	6,251	-	1,920	36,315	62	36,377
Other income	7,492	680	3,281	16,132	27,585	(14,239)	13,346
Net income	10,355	1,051	1,096	11,509	24,011	(12,939)	11,072
Total assets	1,036,795	273,328	3,554	133,069	1,446,746	(123,744)	1,323,002

LIQUIDITY

Liquidity is the availability of funds to meet all present and future financial obligations arising in the daily operations of the business at a minimal cost. These financial obligations consist of needs for funds to meet extensions of credit, deposit withdrawals and debt servicing.

The sources of short-term liquidity utilized by the Corporation consist of non-reinvested asset maturities, deposits and capital funds. Long-term liquidity needs will be satisfied primarily through retention of capital funds. The Corporation does not deal in or use brokered deposits as a source of liquidity. The Corporation generally does not rely upon the purchases of federal funds for liquidity needs. Additional liquidity is provided by bank lines of credit, repurchase agreements and the ability to borrow from the Federal Reserve Bank and the Federal Home Loan Bank of Chicago. The Corporation has an operating line with American National Bank and Trust Company of Chicago in the amount of $10,000,000 with $7,000,000 available as of September 30, 2001.

The Corporation's dependence on large liabilities (defined as time deposits over $100,000 and short-term borrowings) decreased to 9.9% at September 30, 2001 from 17.3% at December 31, 2000. This is the ratio of total large liabilities to total liabilities, and is low in comparison to the Corporation's peers. This decrease was due to a $64,564,000 decrease in time deposits over $100,000 combined with a $32,691,000 decrease in short-term debt.

CAPITAL RESOURCES

Other than from the issuance of common stock, the Corporation's primary source of capital is retained net income. During the nine months ended September 30, 2001, the Corporation earned $11,986,000 and paid dividends of $5,242,000 to stockholders, resulting in a retention of current earnings of $6,744,000. The Corporation's dividend payout for the nine months ended September 30, 2001 was 43.7%. The Corporation's total risk-based capital ratio was 13.89% and the Tier 1 leverage ratio was 6.59% as of September 30, 2001, as compared to 9.43% and 5.71% respectively as of December 31, 2000. The Corporation and its bank subsidiary were above all minimum required capital ratios as of September 30, 2001.

	Actual		For Capital Adequacy Purposes		To Be Well Capitalized Under Prompt Corrective Action Provisions	
	Amount	Ratio	Amount	Ratio	Amount	Ratio
	(Dollars in Thousands)					
Total Capital (to Risk Weighted Assets)	$120,072	13.28%	$72,323	8.00%	$90,403	10.00%
Tier I Capital (to Risk Weighted Assets)	$ 79,875	8.84%	$36,162	4.00%	$54,242	6.00%
Tier I Capital (to Average Assets)	$ 79,875	6.19%	$51,630	4.00%	$64,537	5.00%

RATE SENSITIVE ASSETS AND LIABILITIES

Interest rate sensitivity is a measure of the volatility of the net interest margin as a consequence of changes in market rates. The rate-sensitivity chart shows the interval of time in which given volumes of rate-sensitive, earning assets and rate-sensitive interest-bearing liabilities would be responsive to changes in market interest rates based on their contractual maturities or terms for repricing. It is, however, only a static single-day depiction of the Corporation's rate sensitivity structure, which can be adjusted in response to changes in forecasted interest rates.

The following table sets forth the static rate-sensitivity analysis of the Corporation as of September 30, 2001.

	Rate Sensitive Within					
	1-30 Days	31-90 Days	91-180 Days	181 Days - 1 Year	Over 1 Year	Total
	(Dollars in thousands)					
Interest bearing deposits	$ 7,495	$ -	$ -	$ -	$ -	$ 7,495
Federal Funds Sold	45,800	-	-	-	-	45,800
Investment securities						
U.S. Governments	8,536	37,486	21,121	27,654	77,296	172,093
Obligations of states and political subdivisions	-	3,409	2,012	62	39,206	44,689
Other securities	8,982	1,504	278	2,431	11,473	24,668
Loans (net of unearned int.)	312,073	78,142	75,319	116,377	353,768	935,679
Total rate-sensitive assets	$ 382,886	$ 120,541	$ 98,730	$ 146,524	$481,743	$1,230,424
Interest bearing transaction deposits	$ 48,075	$ -	$ -	$ -	$ -	$ 48,075
Savings deposits	90,510	-	-	-	-	90,510
Money market deposits	377,188	-	-	-	-	377,188
Time deposits	53,339	75,030	109,282	122,759	112,183	472,593
Short-term borrowings:						
Federal funds purchased & repurchase agreements	1,699	1,000	1,500	3,000	6,000	13,199
Other	-	-	5,283	-	-	5,283
Long-term debt	8,000	12,000	8,000	-	17,000	45,000
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	-	-	-	-	25,000	25,000
Total rate-sensitive liabilities	$ 578,811	$ 88,030	$ 124,065	$ 125,759	$160,183	$1,076,848
Rate-sensitive assets less rate-sensitive liabilities	($195,925)	$ 32,511	($25,335)	$ 20,765	$321,560	$ 153,576
Cumulative gap	($195,925)	($163,414)	($188,749)	($167,984)	$153,576	
Cumulative gap as a percentage of total rate-sensitive assets	-15.92%	-13.28%	-15.34%	-13.65%	12.48%	
Cumulative ratio (cumulative RSA/RSL)	0.66	0.75	0.76	0.82	1.14	

The foregoing table shows a negative (liability sensitive) rate-sensitivity gap of $195.9 million in the 1-30 day repricing category. On a cumulative basis, the gap becomes slightly less liability sensitive in the period from 31 to 90 days as rate-sensitive assets that reprice are greater in volume than rate-sensitive liabilities that are subject to repricing in the same respective time period. In the period from 91 days to180 days, the gap again becomes liability-sensitive, and then switches back to an asset-sensitive position beyond 180 days. If rates on all rate-sensitive assets and liabilities moved by the same amount in response to a given change in market interest rates, then the composition of the gap structure at September 30, 2001, would benefit the Corporation more if interest rates fall during the next year by allowing the net interest margin to grow as liability rates would reprice more quickly than rates on interest rate-sensitive assets.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
AVERAGE BALANCE SHEETS AND INTEREST RATES
NINE MONTHS ENDED SEPTEMBER 30, 2001 AND 2000

	2001			2000		
	Average Balance	Income/ Expense	Yield/ Rate	Average Balance	Income/ Expense	Yield/ Rate
	(Dollars in thousands)					
ASSETS						
Federal funds sold	$ 30,286	$ 1,028	4.54%	$ 7,343	$ 317	5.77%
Investment securities						
U.S. Government obligations	159,103	6,709	5.64%	164,802	7,151	5.80%
Obligations of states and political subdivisions(1)	43,843	2,391	7.29%	40,680	2,342	7.70%
Other securities	37,706	1,124	3.99%	21,762	842	5.17%
Loans (net of unearned interest)(1) (2)	967,198	59,384	8.21%	922,060	58,685	8.51%
Total interest- earning assets	$1,238,136	$ 70,636	7.63%	$1,156,647	$ 69,337	8.01%
Cash and due from banks	31,438			33,559		
Premises and equipment	30,550			30,172		
Reserve for possible loan losses	(12,664)			(10,836)		
Other assets	28,575			32,811		
Total Assets	$1,316,035			$1,242,353		
LIABILITIES AND STOCKHOLDERS' EQUITY						
Interest bearing transaction deposits	$ 36,881	651	2.36%	$ 26,860	$ 568	2.83%
Savings deposits	89,975	1,736	2.58%	93,942	2,136	3.04%
Money market deposits	347,173	7,820	3.01%	317,156	8,008	3.38%
Time deposits	525,074	22,612	5.76%	470,303	19,296	5.49%
Short-term borrowings:						
Federal funds purchased and Repurchase agreements	16,940	797	6.29%	32,339	1,510	6.24%
Other	21,173	1,068	6.74%	48,253	2,676	7.41%
Long-term debt	46,158	1,913	5.54%	53,304	2,183	5.48%
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	9,480	647	9.12%	-	-	-
Total interest bearing liabilities	$1,092,854	$ 37,244	4.56%	$1,042,157	36,377	4.67%
Net interest spread			3.07%			3.34%
Demand deposits	115,956			107,541		
Other liabilities	10,046			9,357		
Stockholders' equity	97,179			83,298		
Total Liabilities and Stockholders' Equity	$1,316,035			$1,242,353		
Interest income / earning assets(1)	$1,238,136	70,636	7.63%	$1,156,647	69,337	8.01%
Interest expense / earning assets	$1,238,136	37,244	4.02%	$1,156,647	36,377	4.20%
Net interest margin(1)		$ 33,392	3.61%		$ 32,960	3.81%

(1) On a tax-equivalent basis, assuming a federal income tax rate of 35% for 2001 and 2000.
(2) Non-accrual loans have been included in average loans, net of unearned interest.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CHANGES IN NET INTEREST INCOME
NINE MONTHS ENDED SEPTEMBER 30, 2001 AND 2000

	Change due to (1)		
	Average Volume	Average Yield/Rate	Total Change
	(Dollars in thousands)		
Increase (decrease) in interest income:			
Federal funds sold	$ 763	($52)	$ 711
Investment securities:			
U.S. Government obligations	(243)	(199)	(442)
Obligations of states and political subdivisions(2)	152	(103)	49
Other securities	411	(129)	282
Loans(2)	2,814	(2,115)	699
Change in interest income(2)	$ 3,897	($2,598)	$ 1,299
Increase (decrease) in interest expense:			
Interest-bearing transaction deposits	$ 148	($65)	$ 83
Savings deposits	(87)	(313)	(400)
Money market deposits	720	(908)	(188)
Time deposits	2,326	990	3,316
Short-term borrowings:			
Federal funds purchased and repurchase Agreements	(725)	12	(713)
Other	(1,385)	(223)	(1,608)
Long-term debt	(296)	26	(270)
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	647	-	647
Change in interest expense	$ 1,348	($481)	$ 867
Increase in net interest income(2)	$ 2,549	($2,117)	$ 432

(1) Changes due to both rate and volume have been allocated proportionally.
(2) On a tax-equivalent basis, assuming a federal income tax rate of 35% for 2001 and 2000.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
AVERAGE BALANCE SHEETS AND INTEREST RATES
QUARTERS ENDED SEPTEMBER 30, 2001 AND 2000

	2001			2000		
	Average Balance	Income/ Expense	Yield/ Rate	Average Balance	Income/ Expense	Yield/ Rate
	(Dollars in thousands)					
ASSETS						
Federal funds sold	$ 31,924	$ 279	3.47%	$ 1,324	$ 22	6.59%
Investment securities						
U.S. Government obligations	159,408	2,166	5.39%	154,154	2,265	5.83%
Obligations of states and political subdivisions(1)	44,042	794	7.15%	41,017	786	7.60%
Other securities	38,707	330	3.38%	20,044	314	6.22%
Loans (net of unearned interest)(1) (2)	951,151	18,756	7.82%	966,364	20,919	8.59%
Total interest earning assets	$1,225,232	$ 22,325	7.23%	$1,182,903	$ 24,306	8.15%
Cash and due from banks	32,049			37,883		
Premises and equipment	30,166			30,743		
Reserve for possible loan losses	(12,898)			(11,194)		
Other assets	29,258			33,109		
Total Assets	$1,303,807			$1,273,444		
LIABILITIES AND STOCKHOLDERS' EQUITY						
Interest bearing transaction deposits	$ 35,514	$ 174	1.94%	$ 34,096	$ 251	2.91%
Savings deposits	91,723	511	2.21%	90,230	700	3.08%
Money market deposits	363,075	2,473	2.70%	311,938	2,812	3.58%
Time deposits	490,524	6,578	5.32%	488,676	7,049	5.72%
Short-term borrowings:						
Federal funds purchased and repurchase agreements	15,878	227	5.67%	41,945	675	6.38%
Other	6,033	102	6.71%	47,015	927	7.82%
Long-term debt	43,456	599	5.47%	53,220	662	4.94%
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	25,000	575	9.13%	-	-	-
Total interest bearing liabilities	$1,071,203	$ 11,239	4.16%	$1,067,120	$ 13,076	4.86%
Net interest spread			3.07%			3.29%
Demand deposits	121,866			110,355		
Other liabilities	9,849			10,038		
Stockholders' equity	100,889			85,931		
Total Liabilities and Stockholders' Equity	$1,303,807			$1,273,444		
Interest income / earning assets(1)	$1,225,232	$ 22,325	7.23%	$1,182,903	$ 24,306	8.15%
Interest expense / earning assets	$1,225,232	$ 11,239	3.64%	$1,182,903	$ 13,076	4.39%
Net interest margin(1)		$ 11,086	3.59%		$ 11,230	3.76%

(1) On a tax-equivalent basis, assuming a federal income tax rate of 35% for 2001 and 2000.
(2) Non-accrual loans have been included in average loans, net of unearned interest.

FIRST BUSEY CORPORATION AND SUBSIDIARIES
CHANGES IN NET INTEREST INCOME
QUARTERS ENDED SEPTEMBER 30, 2001 AND 2000

	Change due to (1)		
	Average Volume	Average Yield/Rate	Total Change
	(Dollars in thousands)		
Increase (decrease) in interest income:			
Federal funds sold	$ 262	($5)	$ 257
Investment securities:			
U.S. Government obligations	82	(181)	(99)
Obligations of states and political subdivisions(2)	41	(33)	8
Other securities	203	(187)	16
Loans(2)	(325)	(1,838)	(2,163)
Change in interest income(2)	$ 263	($2,244)	($1,981)
Increase (decrease) in interest expense:			
Interest-bearing transaction deposits	$ 11	($88)	($77)
Savings deposits	12	(201)	(189)
Money market deposits	416	(755)	(339)
Time deposits	27	(498)	(471)
Short-term borrowings:			
Federal funds purchased and repurchase agreements	(380)	(68)	(448)
Other	(709)	(116)	(825)
Long-term debt	(154)	91	(63)
Company obligated mandatorily redeemable preferred securities of subsidiary trust holding solely subordinated debentures	575	-	575
Change in interest expense	($202)	($1,635)	($1,837)
Decrease in net interest income (2)	$ 465	($609)	($144)

(1) Changes due to both rate and volume have been allocated proportionally.
(2) On a tax-equivalent basis, assuming a federal income tax rate of 35% for 2001 and 2000.

FORWARD LOOKING STATEMENTS

This presentation includes forward looking statements that are intended to be covered by the safe-harbor provisions of the Private Securities Litigation Reform Act of 1995. These forward looking statements include but are not limited to comments with respect to the objectives and strategies, financial condition, results of operations and business of the Corporation.

These forward looking statements involve numerous assumptions, inherent risks and uncertainties, both general and specific, and the risk that predictions and other forward looking statements will not be achieved. The Corporation cautions you not to place undue reliance on these forward looking statements as a number of important factors could cause actual future results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward looking statements.

These risks, uncertainties and other factors include the general state of the economy, both on a local and national level, the ability of the Corporation to successfully complete acquisitions, the continued growth of geographic regions served by the Corporation, and the retention of individuals who currently are very important in the management structure of the Corporation.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURE ABOUT MARKET RISK

MARKET RISK

Market risk is the risk of change in asset values due to movements in underlying market rates and prices. Interest rate risk is the risk to earnings and capital arising from movements in interest rates. Interest rate risk is the most significant market risk affecting the Corporation as other types of market risk, such as foreign currency exchange rate risk and commodity price risk, do not arise in the normal course of the Corporation's business activities.

The Corporation's has an asset-liability committee which meets monthly to review current market conditions and attempts to structure the Bank's and Thrift's balance sheets to ensure stable net interest income despite potential changes in interest rates with all other variables constant.

The asset-liability committee uses gap analysis to identify mismatches in the dollar value of assets and liabilities subject to repricing within specific time periods. The Funds Management Policy established by the asset-liability committee and approved by the Corporation's board of directors establishes guidelines for maintaining the ratio of cumulative rate-sensitive assets to rate-sensitive liabilities within prescribed ranges at certain intervals. A summary of the Corporation's gap analysis is summarized on page 16.

The committee does not rely solely on gap analysis to manage interest-rate risk as interest rate changes do not impact all categories of assets and liabilities equally or simultaneously. The asset-liability committee supplements gap analysis with balance sheet and income simulation analysis to determine the potential impact on net interest income of changes in market interest rates. In these simulation models the balance sheet is projected out over a one-year period and net interest income is calculated under current market rates, and then assuming permanent instantaneous shifts in the yield curve of +/- 100 basis point and +/- 200 basis points. These interest-rate scenarios indicate the interest rate risk of the Corporation over a one-year time horizon due to changes in interest rates, as of September 30, 2001, is as follows:

	Basis Point Changes			
	-200	-100	+100	+200
Percentage change in net interest income due to an immediate change in interest rates over a one-year period	(3.50%)	0.36%	0.22%	0.42%

PART II - OTHER INFORMATION

ITEM 1: Legal Proceedings
Not applicable

ITEM 2: Changes in Securities and Use of Proceeds
Not applicable

ITEM 3: Defaults Upon Senior Securities
Not Applicable

ITEM 4: Submission of Matters to a Vote of Security Holders
Not Applicable

ITEM 5: Other Information
Not Applicable

ITEM 6: Exhibits and Reports on Form 8-K
There were no reports on Form 8-K filed during the three months ending September 30, 2001.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused the report to be signed on its behalf by the undersigned thereunto duly authorized.

FIRST BUSEY CORPORATION
(REGISTRANT)

By: //Douglas C. Mills//

Douglas C. Mills
Chairman of the Board

By: //Barbara J. Jones//

Barbara J. Jones
Chief Financial Officer

Date: November 14, 2001