

OMB APPROVAL
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 6)*

First Busey Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

319383105

(Cusip Number)

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1 (b)

Rule 13d-1 (c)

Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the notes).

CUSIP No. 319383105

1. Name of Reporting Person: Douglas C. Mills
 I.R.S. Identification Nos. of above persons (entities only):
 ###-##-####

2. Check the Appropriate Box if a Member of a Group (See Instructions):
 (a)
 (b)

3. SEC Use Only:

4. Citizenship or Place of Organization:
 United States

5. Sole Voting Power:
 1,043,523 (1)

Number of
 Shares
 Beneficially
 Owned by
 Each
 Reporting
 Person With

6. Shared Voting Power:
 691,244 (2)

7. Sole Dispositive Power:
 1,043,523 (1)

8. Shared Dispositive Power:
 691,244 (2)

9. Aggregate Amount Beneficially Owned by Each Reporting Person:
 2,426,011

10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions):

11. Percent of Class Represented by Amount in Row (11):
 17.820%

12. Type of Reporting Person (See Instructions):
 IN

Item 1.

- (a) Name of Issuer:
First Busey Corporation
- (b) Address of Issuer's Principal Executive Offices:
P.O. Box 17125
Urbana, IL 61803-17125

Item 2.

- (a) Name of Person Filing:
Douglas C. Mills
- (b) Address of Principal Business Office or, if none, Residence:
2123 Seaton Court
Champaign, IL 61821
- (c) Citizenship:
United States
- (d) Title of Class of Securities:
Common Stock
- (e) CUSIP Number:
319383105

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Not applicable

Item 4. Ownership.

- (a) Amount beneficially owned:
2,426,011
- (b) Percent of class:
17.820%
- (c) Number of shares as to which the person has:
 - (i) Sole power to vote or to direct the vote:
1,043,523
 - (ii) Shared power to vote or to direct the vote:
691,244
 - (iii) Sole power to dispose or to direct the disposition of:
1,043,523
 - (iv) Shared power to dispose or to direct the disposition of:
691,244

Instruction. For computations regarding securities which represent a right to acquire an underlying security see §240.13d3(d)(1).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o.

Instruction: Dissolution of a group requires a response to this item.

Not applicable

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable

Item 8. Identification and Classification of Members of the Group.

Not applicable

Item 9. Notice of Dissolution of Group.

Not applicable

Item 10. Certification.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 29, 2003

By: /s/ _____

Name: _____

Title: _____

(Individually)

/s/ Douglas C. Mills

Name: _____

Title: _____

(1) Does not include 734,200 shares of Common Stock which are owned by Linda M. Mills, the wife of Mr. Mills, in which he disclaims any beneficial interest. Linda M. Mills files separate Section 13 and Section 16 reports reflecting the ownership of these securities.

(2) Of these shares, 670,002 shares are held by the Martin A. Klingel Estate for which Mr. Mills shares voting and dispositive powers with A. Barclay Klingel, Jr.