

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 12b-25

NOTIFICATION OF LATE FILING

Commission File Number: 000-24149

(Check One):  Form 10-K       Form 20-F       Form 11-K  
 Form 10-Q       Form N-SAR       Form N-CSR

For Period Ended: June 30, 2004

- Transition Report on Form 10-K and Form 10-KSB
- Transition Report on Form 20-F
- Transition Report on Form 11-K
- Transition Report on Form N-SAR
- Transition Report on Form 10-Q and Form 10-QSB

For the Transition Period Ended: \_\_\_\_\_

Nothing in this form shall be construed to imply that the Commission has verified any information contained herein.

If the notification relates to a portion of the filing checked above, identify the item(s) to which the notification relates: N/A

**Part I. Registrant Information**

Full name of registrant: CIB Marine Bancshares, Inc.

Former name if applicable: Central Illinois Bancorp Inc. (until 1999-08-27)

Address of principal executive office:      N27 W24025 Paul Court  
Pewaukee, Wisconsin 53072

**Part II. Rule 12b-25 (b) and (c)**

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

[ ]	<p>(a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;</p> <p>(b) The subject annual report, semi-annual report, transition report on Form 10-K, Form 20-F, Form 11-K, Form N-SAR or Form N-CSR, or portion thereof, will be filed on or before the 15th calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q, or portion thereof will be filed on or before the fifth calendar day following the prescribed due date; and</p> <p>(c) The accountant's statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.</p>
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### **Part III. Narrative**

State below in reasonable detail the reasons why Form 10-K, 20-F, 11-K, 10-Q, N-SAR, N-CSR, or the transition report or portion thereof, could not be filed within the prescribed time period.

The Company is, as the result of regular examinations of certain of its subsidiary banks by state and federal banking regulators, reviewing its provision for loan losses and its allowance for loan losses. The Company is unable to file until such time as it completes its internal review, the audit of its financial statements for the year ended December 31, 2003, and other appropriate procedures.

### **Part IV. Other Information**

(1) Name and telephone number of person to contact in regard to this notification.

Donald J. Straka

(262) 695-6010

(Name)

(Area Code) (Telephone Number)

(2) Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or Section 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the registrant was required to file such report(s) been filed? If the answer is no, identify report(s).

[ ] Yes [X] No

As of the date hereof, the registrant has not filed its quarterly report for the quarter ended September 30, 2003, its annual report for its fiscal year ended December 31, 2003, and its quarterly report for the quarter ended March 31, 2004. A form 12b-25 with respect to such reports was filed on November 14, 2003 and amended on November 17, 2003, March 15, 2004, and May 10, 2004, respectively.

(3) Is it anticipated that any significant change in results of operations from the corresponding period for the last fiscal year will be reflected by the earnings statements to be included in the subject report or portion thereof?

Yes  No

If so: attach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the reasons why a reasonable estimate of the results cannot be made.

The Company anticipates that there will be a significant increase in non-earning assets and collection costs related to the foreclosure and the holding of loan related assets, and an increase in non-interest expense items in the quarterly period ended June 30, 2004 compared to the corresponding period in 2003. Additionally the implementation of liquidity and asset reduction strategies as a result of the Company's current risk position has resulted in a reduction in assets and interest income. The Company also expects a substantial decrease in mortgage banking revenues as a result of the mortgage interest rate environment for the three and six month periods ended June 30, 2004 compared to the same corresponding periods in 2003. As a result, the Company expects to have a net loss for the three and six months ended June 30, 2004. The Company has also determined that its Quarterly Report on Form 10Q filed for the corresponding period in 2003 will need to be restated. Accordingly, the Company cannot make a reasonable estimate of the change in results of operations at this time as the review necessary to quantify the change is still underway.

CIB Marine Bancshares, Inc.  
(Name of registrant as specified in charter)

Has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized.

Date August 9, 2004

By /s/

Donald J. Straka  
Chief Legal Officer and Secretary