UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 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 Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person:

Wille, Howard E. FactSet Research Systems Inc. One Greenwich Plaza Greenwich, CT 06830

2. Issuer Name and Ticker or Trading Symbol:

FactSet Research Systems Inc. (FDS)

3. IRS Number of Reporting Person, if an entity (voluntary)

N/A

4. Statement for Month/Year:

December 2001

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

N/A

6. Relationship of Reporting Person to Issuer:

(X) Director () Officer (*give title below) (X) 10% Owner

() Other (specify below)

7. Individual or Joint/Group Filing (Check Applicable Line)

(X) Form filed by one reporting person

() Form filed by more then one reporting person

TABLE I - NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

		3. Transaction Code		4. Securities Acquired (A) or Disposed (D)		
1. Title of Security	2. Transaction Date	Code	V	Amount (A) or (D)	Price	

FactSet Research Systems Inc. Common Stock	12/4/01	G	2,600	D	N/A
5. Amount of Securities Be	neficially Owned at En	d of Month			
6,112,519					
6. Ownership Form: Direc	t (D) or Indirect (I)				
D					
7. Nature of Indirect Benefi	cial Ownership				
N/A					

TABLE II DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Transacti Code	on	5. Number of Derivative Securities Acquired (A) or Disposed (D)		
			Code	V	(A)	(D)	

6. Date Exercisable and Expiration Date (Month/Day/Year)

N/A

7. Title and Amount of Underlying Securities

FactSet Research Systems Inc. Common Stock

8. Price of Derivative Security

N/A

 $9. \ \text{Number of Derivative Securities Beneficially Owned at End of Month}$

3,000

10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

N/A

11. Nature of Indirect Beneficial Ownership

N/A

Explanation of Responses:

Signature of Reporting Person

Date: January 10, 2001

/s/ Howard E. Wille Howard E. Wille