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DONAHUE THOMAS R Form 4 December 23, 2002

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

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 Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 FORM 4

/ / Check this box if no longer subject to Section 16, Form 4 or Form 5
obligations may continue. See Instruction 1(b)

(Print or Type Responses)

1. Name and Address of Reporting Person*

Donahue (Last)	Thomas (First)	R. (Middle)						
c/o Federated Investors, Inc. 1001 Liberty Avenue (Street)								
Pittsburgh (City)	PA (State)	15222-3779 (Zip)						
2. Issuer Name and Ticker of	Trading Symbol							
Federated Premier Intermediat	e Municipal Income Fund	FPT						
3. I.R.S. Identification Nur	nber of Reporting Person,	if an entity (voluntary)						
4. Transaction Date (Month/I	Day/Year)							
12/20/2002								
5. If Amendment, Date of Original (Month/Day/Year)								
6. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below)X Other (specify below) Treasurer Federated Investment Management Co.								
7. Individual or Joint/Group Filing (Check Applicable Limit) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person								

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Table I -- Non-Derivative Securities Beneficially Owned

1.	Title of Security (Instr. 3)		2A. oDeemed Execution yDaterif any (Month/Day Year)		Transact Code (Instr. 8)	tion	(A) o	-	osed	d of	Owned at End of Month (Instr. 3	1	7. Natur of Indir Benef Owner (Inst 4)
Сол	nmon Stock	12/19/2002	2	Coc P	de V	Amou 3, 35		(A) 03 (D) A		Price \$15	and 4) 3,350	D	

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

 \star If the form is filed by more than one reporting person, see Instruction 4(b)(v).

FORM 4 (continued)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3.	3A. Deemed	4.			5.	Numbe	er of	6
Derivative Security	Conversion	Transaction	Execution		Tra	ansaction	Der	ivativ	ve	Ε
(Instr. 3)	or Exercise	Date	Date if any		Сос	de	Sec	uritie	∋s	Е
	Price of	(Month/Day/Ye	a(Month/Day/		(Ir	nstr. 8)	Acq	uired	(A) or	(
	Derivative		Year)				Dis	posed	of (D)	
	Security						(In	str. 3	3, 4,	
							and	5)		
				Со	de	V	(A)		(D)	D
										E

7. Title and Amount of
Underlying Securities8. Price of
Derivative9. Number of
derivative Securities10. Ownership Form of
Derivative Security: Direct

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(Instr. 3 and 4)	Security	Beneficially Owned at	(D) or indirect (I)
	(Instr. 5)	End of Month (Instr. 4)	(Instr. 4)

Title Amount or Number of Shares

Explanation of Responses:

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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.

/s/Thomas R. Donahue
**Signature of Reporting Person

December 23, 2002 Date