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Form 4  
March 01, 2006

**FORM 4**

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

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
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2. Issuer Name and Ticker or Trading Symbol  
STERLING FINANCIAL CORP  
/WA/ [STSA]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
111 N. WALL STREET  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
02/27/2006

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Senior Vice President Sterling

SPOKANE, WA 99201

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	4,743 A	\$ 6.7467	18,034.5	D
Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	2,198 A	\$ 6.7467	20,232.5	D
Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	4,627 A	\$ 6.767	24,859.5	D
Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	2,755 A	\$ 10.1467	27,614.5	D
Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	2,657 A	\$ 10.1467	30,271.5	D

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Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	2,263	A	\$ 10.1467	32,534.5	D	
Common Stock	02/27/2006	03/01/2006	J/K <sup>(1)</sup>	490	A	\$ 19.84	33,024.5	D	
Common Stock							5,018	I	401(k) Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Title	Amount or Number of Shares
Option	\$ 0 <sup>(2)</sup>	02/27/2006	03/01/2006	J/K <sup>(1)</sup>		4,200		12/17/2003 12/17/2012	Common Stock 2,755
Option	\$ 0 <sup>(2)</sup>	02/27/2006	03/01/2006	J/K <sup>(1)</sup>		3,450		12/17/2003 12/17/2012	Common Stock 2,263
Option	\$ 0	02/27/2006	03/01/2006	J/K <sup>(1)</sup>		4,050		12/17/2003 12/17/2012	Common Stock 2,657
Option	\$ 9.2533	02/27/2006	03/01/2006	J/K <sup>(1)</sup>		6,150		12/19/2002 02/28/2008	Common Stock 4,743
Option	\$ 9.2533	02/27/2006	03/01/2006	J/K <sup>(1)</sup>		6,000		12/19/2002 02/28/2008	Common Stock 4,627
Option	\$ 9.2533	02/27/2006	03/01/2006	J/K <sup>(1)</sup>		2,850		12/19/2002 02/28/2008	Common Stock 2,198
Stock Option	\$ 0	02/27/2006	03/01/2006	J <sup>(1)</sup>		1,495.5		12/16/2004 12/16/2013	Common Stock 1,495.

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director   10% Owner   Officer   Other

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111 N. WALL STREET  
SPOKANE, WA 99201

Senior Vice President Sterling

## Signatures

E. Marie Hirsch                      03/01/2006

Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Phantom Exchange Transaction

(2) Price not adjusted for the 3-for-2 stock split on 8/31/05

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