

SCOTT JAMES R
Form 3/A
January 31, 2003

OMB APPROVAL
OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response...0.5

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

FORM 3

INITIAL STATEMENT OF 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**

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| <p>1. Name and Address of Reporting Person* <i>(Last, First, Middle)</i></p> <p>Scott, James R.</p> <hr/> <p>2244 Stoney Ridge Road</p> <hr/> <p align="center"><i>(Street)</i></p> <p>Billings, MT 59106</p> <hr/> <p align="center"><i>(City) (State)</i>
<i>(Zip)</i></p> | <p>2. Date of Event Requiring Statement
<i>(Month/Day/Year)</i></p> <hr/> <p>4. Issuer Name and Ticker or Trading Symbol</p> <p>First Interstate BancSystem, Inc. (no ticker or trading symbol)</p> <hr/> <p>6. If Amendment, Date of Original
<i>(Month/Day/Year)</i></p> <p>4/15/02</p> <hr/> | <p>3. I.R.S. Identification Number of Reporting Person, if an entity <i>(voluntary)</i></p> <hr/> <p>5. Relationship of Reporting Person(s) to Issuer
<i>(Check All Applicable)</i></p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> Officer <i>(give title below)</i>
 <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Other <i>(specify below)</i></p> <hr/> <p>7. Individual or Joint/Group Filing
<i>(Check Applicable Line)</i></p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person
 <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
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* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

Table I Non-Derivative Securities Beneficially Owned

1. Title of Security <i>(Instr. 4)</i>	2. Amount of Securities Beneficially Owned <i>(Instr. 4)</i>	3. Ownership Form: Direct (D) or Indirect (I) <i>(Instr. 5)</i>	4. Nature of Indirect Beneficial Ownership <i>(Instr. 5)</i>
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Common Stock	660,663	I	By Self as Co-Trustee
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Common Stock	4,441	I	By 401(K) Plan
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Common Stock	2,850	I	By Spouse
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Common Stock	560,068	I	By Self as Managing Partner
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Common Stock	8,810	I	By Self as President of Family Foundation
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Table II Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security <i>(Instr. 4)</i>	2. Date Exercisable and Expiration Date <i>(Month/Day/Year)</i>	3. Title and Amount of Securities Underlying Derivative Security <i>(Instr. 4)</i>	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) <i>(Instr. 5)</i>	6. Nature of Indirect Beneficial Ownership <i>(Instr. 5)</i>
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option	2/19/02	3/15/09	Common Stock	110	42.00	D	N/A
Stock Option	2/19/02	5/31/10	Common Stock	834	42.00	D	N/A

Explanation of Responses:

/s/ Terrill R. Moore	1/31/03
_____ Attorney in Fact for Reporting Person	_____ Date

** 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.