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FIRST NORTHERN COMMUNITY BANCORP

Form 4 June 05, 2007

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

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

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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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * ONSUM OWEN J			Symbol FIRST		d Ticker or Trading ERN COMMUNITY RN]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)		of Earliest T	ransaction	_X_ Director _X_ Officer (giv			
P.O. BOX 547, 195 N. FIRST STREET			(Month/I 06/04/2	Day/Year) 2007		below) below) President/CEO			
(Street)			4. If Amo	endment, D	ate Original	6. Individual or Joint/Group Filing(Check			
		Filed(Mo	nth/Day/Yea	r)	Applicable Line) _X_ Form filed by One Reporting Person				
DIXON, CA 95620						Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative Securities Acq	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction D			3.	4. Securities Acquired on(A) or Disposed of (D)	5. Amount of	6. Ownership	7. Nature	

(City)	(State)	Table Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common			Code V	Amount	(D)	Price \$	(Instr. 3 and 4)		
Stock	06/04/2007		F <u>(1)</u>	3,033	D	18.25	99,753	D	
Common Stock	06/04/2007		M(1)	6,037	A	\$ 9.17	105,790	D	
Common Stock	06/04/2007		F(2)	5,150	D	\$ 18.25	100,640	D	
Common Stock	06/04/2007		M(2)	10,702	A	\$ 8.783	111,342	D	
Common Stock	06/05/2007		M(3)	9,515	A	\$ 9.17	120,857	D	

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Common Stock	06/05/2007	S(3)	9,515	D	\$ 18.25	111,342	D	
Common Stock						327,901	I	One of three Trustees of FNBof Dixon Profit Sharing Plan and as Trustee of The Morris Trust
Reminder: Rep	oort on a separate line for each clas	s of securities bene	ficially own	ned dir	ectly or in	directly.		
			Perso inform requir displa numbe	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. Transactio Code (Instr. 8)	5. Number of onDerivative 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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Purchase)	\$ 9.17	06/04/2007		M <u>(1)</u>	6,037	<u>(4)</u>	01/02/2012	Common Stock	6,037
Employee Stock Option (Right to Purchase)	\$ 8.783	06/04/2007		M(2)	10,702	<u>(4)</u>	01/08/2013	Common Stock	10,702
Employee Stock Option (Right to	\$ 9.17	06/05/2007		M(3)	9,515	<u>(4)</u>	01/02/2012	Common Stock	9,515

Purchase)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

ONSUM OWEN J P.O. BOX 547

195 N. FIRST STREET X President/CEO

DIXON, CA 95620

Signatures

Lynn Campbell, AVP/Corporate Secretary w/POA 06/05/2007

**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) Swapped 3,033 shares @\$18.25 for 6,037 shares @\$9.17 Option sharess to gain a total of 3,004 shares.
- (2) Swapped 5,150 shares @\$18.25 for 10,702 shares @\$8.783 Option shares to gain a total of 5,552 shares.
- (3) Same Day Sale of Stock Options Exercised to Stone & Youngberg LLC @\$18.25.
- (4) Stock Options Granted vested 20% upon their grant and 20% annually over 4 years.

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.

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