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FIRST INTERSTATE BANCSYSTEM INC

Form 3

May 12, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

OMB Number:

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Expires:

response...

January 31, 2005

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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

(Print or Type Responses)

1. Name and Address of Reporting Person * Scott Jonathan R			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol FIRST INTERSTATE BANCSYSTEM INC [N/A]					
(Last)	(First)	(Middle)	05/05/2006	4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)		
PO BOX 309	918								
(Street) BILLINGS, MT 59116-0191				(Check all applicable)			6. Individual or Joint/Group		
				X Director 10% Owner Officer Other (give title below) (specify below)			Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - N	Non-Derivat	ive Securit	ve Securities Beneficially Owned			
1.Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. 4)		4. Nature of Indirect Beneficial Ownership (Instr. 5)				
Common Sto	ock		218,335		I	By S	Self as Trustee		
Common Sto	ock		7,453		I	By S	pouse		
Common Sto	ock		161		I	ВуС	Child		
Reminder: Report on a separate line for each class of securities ben owned directly or indirectly.		ch class of securities benefic	icially SEC 1473 (7-02)						
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a									

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

currently valid OMB control number.

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	Ownership

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Stock Options (1)	05/05/2006	05/05/2016	Common Stock	834	\$ 71	D	Â
Stock Options (2)	01/26/2006	01/25/2016	Common	350	\$ 68	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
.r. g	Director	10% Owner	Officer	Other		
Scott Jonathan R PO BOX 30918	ÂΧ	Â	Â	Â		
BILLINGS, MT 59116-0191						

Signatures

/s/: Terrill R. Moore, Attorney-in-Fact for Reporting
Person 05/12/2006

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Includes 296 options issued in lieu of cash payment for annual Board of Director retainer fee and 538 options granted at the discretion of the Compensation Committee of the Board of Directors for no consideration. All options are 100% vested at date of grant.
- (2) Vests over three years 25% on date of grant and 25% on each annual anniversay date.

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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