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WALKER L	OUISE A										
Form 4	-										
June 17, 2005	Л									PPROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287		
Check thi if no long	or	Ar .								January 31, 2005	
subject to Section 10 Form 4 or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF								Estimated average burden hours per response 0.		
Form 5 obligatior may conti <i>See</i> Instru 1(b).	ns Section 17	7(a) of the		ility Hold	ing Com	npany	Act o	ge Act of 1934, f 1935 or Sectio 40	n		
(Print or Type R	lesponses)										
WALKER LOUISE A Symbol FIRS			Symbol FIRST N	Name and NORTHE DRP [FNR	RN CON			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
				of Earliest Transaction /Day/Year) /2005				Director 10% Owner X Officer (give title Other (specify below) SEVP/CFO			
				endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip)	Tabl	- I - Non-D	erivative (Securi	ities Acc	uired, Disposed of	f or Beneficial	llv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Dee (Month/Day/Year) Execution any (Month/D		med	3. Transactic Code (Instr. 8)	4. Securi m(A) or Di (D)	ties A ispose	cquired d of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of	
Common Stock	06/17/2005			Code V	Amount		Price \$ 23.5	(Instr. 3 and 4) 79,878	I	One of three Trustees of FNBank Profit Sharing Plan	

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

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information contained in this form are not
required to respond unless the formSEC 1474
(9-02)

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displays a currently valid OMB control number.

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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
I B	Director	10% Owner	Officer	Other				
WALKER LOUISE A P.O. BOX 547 195 N. FIRST STREET DIXON, CA 95620			SEVP/CFO					
Signatures								
Lynn Campbell, AVP/Corporat w/POA	te Secreta	ry	06/17/2005					
<u>**</u>Signature of Reporting Per	son		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) The disposed of shares were given as "Employee Recognition" awards to two employees seven shares each from First Northern Bank of Dixon Profit Sharing Plan of which he/she is one of three trustees.

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.