COSTA DONN C Form 4/A December 17, 2010

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * COSTA DONN C

Symbol

3. Date of Earliest Transaction

4. If Amendment, Date Original

STERLING FINANCIAL CORP /WA/[STSA]

2. Issuer Name and Ticker or Trading

(Last) (First) (Middle)

12/14/2010

(Street)

Filed(Month/Day/Year)

(Month/Day/Year)

12/16/2010

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner X_ Officer (give title Other (specify

below) below) EVP/Home Loan Division Exec.

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SPOKANE, WA 99201

Security

(Instr. 3)

111 N. WALL STREET

(City) (State) 1. Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

(Zip)

Execution Date, if

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities

TransactionAcquired (A) or Code

Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

(A)

5. Amount of Securities Beneficially Owned Following

6. Ownership Form: Direct (I) (Instr. 4)

7. Nature of Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

Reported Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

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

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year)

Execution Date, if any

4. 5. Number Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8 **Underlying Securities** (Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	Derivative		(Instr. 8	(A) or Dispose (D) (Instr. 3 and 5)	sed of 3, 4,				
				Code '	V (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	<u>(1)</u>	12/14/2010		A	7,627		<u>(1)</u>	12/14/2013	Common Stock	7,627

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COSTA DONN C 111 N. WALL STREET SPOKANE, WA 99201

EVP/Home Loan Division Exec.

Signatures

/s/ Robert G. Butterfield, attorney-in-fact

12/17/2010 Date

**Signature of Reporting Person

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).
- Each restricted stock unit represents a contingent right to receive one share of common stock. 75% of the restricted stock units are scheduled to vest on December 14, 2012, 25% of the restricted stock units are scheduled to vest on December 14, 2013, subject to the reporting person's continued employment with the Company on such date.

Remarks:

Amended Form 4 to correct Mr. Costa's officer title previously reported in error. Mr. Costa currently holds the title of EVP/H

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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