

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>STROSAHL JAMES H</u>  (Last) (First) (Middle) 49 COMMONS LOOP  (Street) KALISPELL MT 59901  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>GLACIER BANCORP INC [ GBCI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>EVP/CFO/Secy/Treas</u>
	3. Date of Earliest Transaction (Month/Day/Year) 01/05/2005	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/05/2005		M		4,009	A	\$9.915	54,641 <sup>(1)(2)(3)</sup>	D	

**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. Transaction Code (Instr. 8)		5. Number of Derivative 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Option	\$9.915	01/05/2005		M			4,009	01/26/2002	01/26/2005	Common Stock	4,009 <sup>(3)</sup>	\$9.915	0	D	
Option	\$9.862							01/31/2003	01/31/2006	Common Stock	3,885 <sup>(3)</sup>		3,885	D	
Option	\$12.727							11/20/2003	11/20/2006	Common Stock	6,875 <sup>(3)</sup>		10,760	D	
Option	\$15.919							01/30/2004	01/30/2007	Common Stock	3,644 <sup>(3)</sup>		14,404	D	
Option	\$17.709							01/29/2005	01/29/2008	Common Stock	4,125 <sup>(3)</sup>		18,529	D	
Option	\$25.072							01/28/2006	01/28/2009	Common Stock	3,750 <sup>(3)</sup>		22,279	D	

**Explanation of Responses:**

- Shares held jointly with Mr. Strosahl's wife.
- Mr. Strosahl also holds 21,881.1826 shares in an IRA account which includes shares acquired under the dividend reinvestment plan.
- Shares are adjusted for 5-for-4 stock split paid to all Glacier Bancorp, Inc. shareholders on May 20, 2004.

**Remarks:**

/s/ James H. Strosahl

01/06/2005

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.