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FIRST KEYSTONE CORP  
Form 8-K  
November 03, 2006

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

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(D) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest reported): November 3, 2006

FIRST KEYSTONE CORPORATION

(Exact name of registrant as specified in its Charter)

|  |                             |                                      |
|--|-----------------------------|--------------------------------------|
| PENNSYLVANIA   | 2-88927                     | 23-2249083                           |
| (State or other<br>jurisdiction<br>of incorporation) | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |

|  |            |
|--|------------|
| 111 West Front Street, Berwick, Pennsylvania | 18603      |
| (Address of principal executive offices)     | (Zip Code) |

Registrant's telephone number, including area code: (570) 752-3671

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On October 31, 2006, First Keystone Corporation announced its earnings for the quarter ending September 30, 2006. The press release announcing third quarter 2006 earnings is filed as Exhibit 99.1 and incorporated herein by reference.

Item 8.01 OTHER EVENTS

As announced in the press release that is furnished as Exhibit 99.1 to this report, the Company's Board of Directors has declared a 5% stock dividend payable on December 5, 2006 to shareholders of record on November 14, 2006.

Item 9.01. FINANCIAL STATEMENTS AND EXHIBITS

- (a) Not applicable
- (b) Not applicable
- (c) The following exhibit is filed herewith:

| Exhibit No. | Description  |
|-------------|--|
| 99.1        | Press Release of First Keystone Corporation dated October 31, 2006 |

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Signatures

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, there unto duly authorized.

FIRST KEYSTONE CORPORATION  
(Registrant)

By: /s/ J. Gerald Bazewicz  
J. Gerald Bazewicz  
President and Chief Executive Officer

Date: November 3, 2006

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EXHIBIT INDEX

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|--------------------|--|-----------------|
| 99.1               | Press Release of First Keystone Corporation dated October 31, 2006 | 5               |

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