1ST STATE BANCORP INC Form SC 13G/A February 14, 2006

1

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

SCHEDULE 13G/A

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 7)(1)

(AMENDMENT NO. /) (1)
1st STATE BANCORP, INC.
(Name of Issuer)
COMMON STOCK
(Title of Class of Securities)
33645S 10 0
(CUSIP Number)
DECEMBER 31, 2005
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:
/X/ Rule 13d-1(b)
/X/ Rule 13d-1(c)
/_/ Rule 13d-1(d)
(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page. The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 ("Act") or otherwise subject to the liabilities of that section of the Act

2

NOTES).

CUSIP NO. 33645S 10 0 13G PAGE 2 OF 13 PAGES

but shall be subject to all other provisions of the Act (however, SEE the

 1	NAMES OF RI		NG PERSONS: P, INC. EMPLOYEE STOCK OWNERSHI	P PLAN TRUST
			ATION NO. OF ABOVE PERSONS (ENT	
 2	CHECK THE A	 Appropi	RIATE BOX IF A MEMBER OF A GROU	 P *
				(a) /_/
				(b) /_/
3	SEC USE ON	LY		
4	CITIZENSHII STATE OF NO		LACE OF ORGANIZATION AROLINA	
N	UMBER OF	5	SOLE VOTING POWER	0
BE:	SHARES NEFICIALLY	6	SHARED VOTING POWER	295,567
	OWNED BY EACH EPORTING	7	SOLE DISPOSITIVE POWER	0
K.	PERSON WITH	8	SHARED DISPOSITIVE POWER	295 , 567
9	AGGREGATE 2		BENEFICIALLY OWNED BY EACH REP	ORTING PERSON
10	CHECK BOX :	IF THE	AGGREGATE AMOUNT IN ROW (9) EX	CLUDES CERTAIN SHARES
 11	PERCENT OF 10.20% (1)		REPRESENTED BY AMOUNT IN ROW 9	
 12 	TYPE OF REI		G PERSON *	
(1) Bas	ed on 2,898,63	37 shai	res of common stock outstanding	on December 31, 2005
3				
CUSIP NO	 . 33645S 10 0		 13G	PAGE 3 OF 13 PAGE
1	NAMES OF RI 1st STATE I		NG PERSONS:	LAN
	I.R.S. IDE	NTIFICA	ATION NO. OF ABOVE PERSONS (ENT	ITIES ONLY) 56-0223240

1 NAMES OF REPORTING PERSONS: JAMES G. McCLURE		*	A MEMBER OF A GROUP	PROPRIATE BOX	K THE APPRO	CHECK I	2
4 CITIZENSHIP OR PLACE OF ORGANIZATION STATE OF NORTH CAROLINA 5 SOLE VOTING POWER 0 NUMBER OF SHARES BENEFICIALLY 6 SHARED VOTING POWER 122,488 OWNED BY EACH REPORTING 7 SOLE DISPOSITIVE POWER 0 PERSON WITH 8 SHARED DISPOSITIVE POWER 122,488 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 122,488 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN /_/ 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.23% (1) 12 TYPE OF REPORTING PERSON * EP (1) Based on 2,898,637 shares of common stock outstanding on December 3 4 CUSIP NO. 33645S 10 0 13G PAGE 4 OF							
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8 SHARED DISPOSITIVE POWER 122,488 9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 122,488 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN /_/ 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.23% (1) 12 TYPE OF REPORTING PERSON * EP (1) Based on 2,898,637 shares of common stock outstanding on December 3 4 CUSIP NO. 33645S 10 0 13G PAGE 4 OF 1 NAMES OF REPORTING PERSONS: JAMES G. McCLURE		0	SPOSITIVE POWER	7 SOLE		EPORTING PERSON	
122,488 10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN /_/ 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.23% (1) 12 TYPE OF REPORTING PERSON * EP (1) Based on 2,898,637 shares of common stock outstanding on December 3 4 CUSIP NO. 33645S 10 0 13G PAGE 4 OF 1 NAMES OF REPORTING PERSONS: JAMES G. McCLURE		122,488	ISPOSITIVE POWER	8 SHARED	8	WITH	
/_/ 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 4.23% (1) 12 TYPE OF REPORTING PERSON * EP (1) Based on 2,898,637 shares of common stock outstanding on December 3 4 CUSIP NO. 33645S 10 0 13G PAGE 4 OF 1 NAMES OF REPORTING PERSONS: JAMES G. McCLURE		TING PERSON	Y OWNED BY EACH REPOR	OUNT BENEFICIA			9
4.23% (1) 12 TYPE OF REPORTING PERSON * EP (1) Based on 2,898,637 shares of common stock outstanding on December 3 4 CUSIP NO. 33645S 10 0	SHARES*	UDES CERTAIN S	MOUNT IN ROW (9) EXCI	THE AGGREGATE			10
(1) Based on 2,898,637 shares of common stock outstanding on December 3 4 CUSIP NO. 33645S 10 0 13G PAGE 4 OF 1 NAMES OF REPORTING PERSONS: JAMES G. McCLURE			BY AMOUNT IN ROW 9	LASS REPRESENT			11
CUSIP NO. 33645S 10 0 13G PAGE 4 OF NAMES OF REPORTING PERSONS: JAMES G. McCLURE				RTING PERSON *		TYPE OF	12
CUSIP NO. 33645S 10 0 13G PAGE 4 OF NAMES OF REPORTING PERSONS: JAMES G. McCLURE	1, 2005.	n December 31,	on stock outstanding (shares of com	,898,637 sh	ed on 2,89	(1) Base
CUSIP NO. 33645S 10 0 13G PAGE 4 OF NAMES OF REPORTING PERSONS: JAMES G. McCLURE							4
JAMES G. McCLURE	 13 PAGES	PAGE 4 OF 13				. 33645s 1	CUSIP NO.
							1
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)		IES ONLY)	ABOVE PERSONS (ENTI:	FICATION NO.	S. IDENTIFI	I.R.S.	
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *		*	' A MEMBER OF A GROUP	PROPRIATE BOX	K THE APPRO	CHECK T	2
(a) /_/ (b) /_/							
3 SEC USE ONLY					JSE ONLY	SEC USE	3

4 CITIZENSHIP OR PLACE OF ORGANIZATION UNITED STATES OF AMERICA ______ 5 SOLE VOTING POWER 51,426 (1) NUMBER OF ______ BENEFICIALLY 6 SHARED VOTING POWER OWNED BY REPORTING 7 SOLE DISPOSITIVE POWER 51,426 (1) PERSON WITH SHARED DISPOSITIVE POWER 127,776 (2) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 6.18% (3) ______ TYPE OF REPORTING PERSON * IN ______ (1) Includes 15,816 shares that may be acquired upon the exercise of options exercisable within 60 days. (2) Includes 122,488 shares owned by the 1st State Deferred Compensation Plan, of which the reporting person serves as a trustee, and 5,288 shares owned by the reporting spouse and/or children. (3) Assumes that options for 15,816 shares have exercised. Based on 2,898,637 shares of common stock outstanding as of December 31, 2005.

5			
	33645s 10 0	13G	PAGE 5 OF 13 PAG
1	NAMES OF REPORTING PERSO VIRGIL L. STADLER	NS:	
	I.R.S. IDENTIFICATION NO	. OF ABOVE PERSONS (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BO	X IF A MEMBER OF A G	GROUP *
			(a) /_/ (b) /_/
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF UNITED STATES OF AMERICA		

1	NUMBER OF	5	SOLE VOTI	NG POWER	81,540 (1)
BI	SHARES ENEFICIALLY OWNED BY	6	SHARED VO	TING POWER	130,644 (2)
F	EACH REPORTING PERSON	7	SOLE DISE	POSITIVE POWER	81,540 (1)
	WITH	8	SHARED DI	SPOSITIVE POWER	130,644 (2)
9	AGGREGATE A	MOUNT	BENEFICIALLY	OWNED BY EACH REF	ORTING PERSON
10	CHECK BOX I	F THE	AGGREGATE AN	OUNT IN ROW (9) EX	CLUDES CERTAIN SHARES
11	-	CLASS	 REPRESENTED	BY AMOUNT IN ROW 9)
12	TYPE OF REP	-	PERSON *		
exer (2) Incl of v the (3) Assu	rcisable within Ludes 122,488 s which the repor reporting pers nmes that optic	60 da hares ting p on's s ons for	ys. owned by the erson serves pouse. 15,816 shan	e 1st State Deferre	
6					
CUSIP NO). 33645S 10 0		130	; ;	PAGE 6 OF 13 PAGES
1	NAMES OF RE				
	I.R.S. IDEN	ITIFICA	TION NO. OF	ABOVE PERSONS (ENT	TITIES ONLY)
2	CHECK THE A	PPROPR	IATE BOX IF	A MEMBER OF A GROU	JP *
					(a) /_/ (b) /_/
3	SEC USE ONI	 .Y			
4	CITIZENSHIP UNITED STAT		ACE OF ORGAN	JIZATION	
	NUMBER OF	5	SOLE VOT	NG POWER	55,968 (1)

	SHARES			
	BENEFICIALLY OWNED BY EACH	6	SHARED VOTING POWER	122,488 (2)
	REPORTING PERSON	7	SOLE DISPOSITIVE POWER	55,968 (1)
	WITH	8	SHARED DISPOSITIVE POWER	122,488 (2)
9	AGGREGATE A 178,456	MOUNT	BENEFICIALLY OWNED BY EACH REPO	DRTING PERSON
10	CHECK BOX I	F THE	AGGREGATE AMOUNT IN ROW (9) EXC	CLUDES CERTAIN SHARES*
11		 CLASS	REPRESENTED BY AMOUNT IN ROW 9	
12	TYPE OF REP		PERSON *	
(2)	exercisable within Consists of 122,48 of which the repor Assumes that option	60 da 8 shar ting p ns for	hat may be acquired upon the exys. es owned by the 1st Bank Deferserson serves as a trustee. 15,816 shares have been exert on stock outstanding as of Dece	red Compensation Plan,
7 CUSI	P NO. 33645S 10 0		 13G	PAGE 7 OF 13 PAGES
1	NAMES OF RE T. SCOTT QU			
	I.R.S. IDEN	TIFICA	TION NO. OF ABOVE PERSONS (ENT	ITIES ONLY)
2	CHECK THE A	 PPROPR	IATE BOX IF A MEMBER OF A GROUP	 > *
				(a) /_/ (b) /_/
3	SEC USE ONL	 Y		
4	CITIZENSHIP UNITED STAT	OR PL	ACE OF ORGANIZATION AMERICA	
	NUMBER OF	5	SOLE VOTING POWER	79,755 (1)
	SHARES BENEFICIALLY OWNED BY	 6	SHARED VOTING POWER	302,997 (2)

	EACH REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER	79,755 (1)
		8	SHARED DISPOSITIVE POWER	R 302,997 (2)
9	AGGREGATE . 382,752	AMOUNT	BENEFICIALLY OWNED BY EACH	REPORTING PERSON
10	CHECK BOX	IF THE	AGGREGATE AMOUNT IN ROW (9)	EXCLUDES CERTAIN SHARES*
11	PERCENT OF 13.20% (3)	CLASS	REPRESENTED BY AMOUNT IN RO	DW 9
12	TYPE OF RE		G PERSON *	
	exercisable withi Includes 295,567 Plan Trust, of wh	n 60 da shares ich the	that may be acquired upon thays. owned by the 1st State Inc. reporting person serves as ing person's spouse.	. Employee Stock Ownership
(3)	Assumes that opti	ons for	15,816 shares been exercis	
8				
CUS	IP NO. 33645S 10 0		13G	PAGE 8 OF 13 PAGES
1	NAMES OF R ERNEST A.			
1	ERNEST A.	KOURY,		(ENTITIES ONLY)
1 2	ERNEST A.	KOURY, NTIFICA	JR.	
	ERNEST A.	KOURY, NTIFICA	JR. ATION NO. OF ABOVE PERSONS	
	ERNEST A.	KOURY, NTIFICA	JR. ATION NO. OF ABOVE PERSONS	GROUP *
	ERNEST A.	KOURY, NTIFIC <i>F</i> APPROPF	JR. ATION NO. OF ABOVE PERSONS	GROUP * (a) /_/
2	ERNEST A. I.R.S. IDE CHECK THE SEC USE ON	KOURY, NTIFICA APPROPE LY P OR PI	JR. ATION NO. OF ABOVE PERSONS RIATE BOX IF A MEMBER OF A C	GROUP * (a) /_/
2	ERNEST A. I.R.S. IDE CHECK THE SEC USE ON CITIZENSHI UNITED STA	KOURY, NTIFICA APPROPE LY P OR PI TES OF	JR. ATION NO. OF ABOVE PERSONS RIATE BOX IF A MEMBER OF A C	GROUP * (a) /_/
2	ERNEST A. I.R.S. IDE CHECK THE SEC USE ON CITIZENSHI UNITED STA NUMBER OF SHARES	KOURY, NTIFICA APPROPE LY P OR PI TES OF 5	JR. ATION NO. OF ABOVE PERSONS RIATE BOX IF A MEMBER OF A C	(a) /_/ (b) /_/

	PERSON WITH						
	WIIN	8	SHARED	DISPOSITIVE	POWER	295,567 (1)	
9	AGGREGATE 296,567	AMOUNT E	BENEFICIA	LLY OWNED BY	EACH REP	ORTING PERSON	
10	CHECK BOX	IF THE A	AGGREGATE	AMOUNT IN R	OW (9) EX	CLUDES CERTAIN SH	IARES*
	/_/						
11	PERCENT OF 10.23% (2)		REPRESENT	ED BY AMOUNT	IN ROW 9		
12	TYPE OF RE	PORTING N	PERSON *				
(2)	Stock Ownership	Plan, of	which t	he reporting	person s	corp, Inc. Employ erves as a truste as of December 3	ee.
9							
CUSIP	NO. 33645S 10 0	·		 13G 		PAGE 9 OF 13	PAGES
1	NAMES OF R BERNIE C.		PERSONS	 :			
	I.R.S. IDE	NTIFICAT	CION NO.	OF ABOVE PER	SONS (ENT	ITIES ONLY)	
2	CHECK THE	APPROPRI	TATE BOX	IF A MEMBER	OF A GROU	 > *	
						(a) /_/ (b) /_/	
3	SEC USE ON	LY					
4	CITIZENSHI UNITED STA			GANIZATION			
	NUMBER OF SHARES	5	SOLE V	OTING POWER		38,947 (1)	
	BENEFICIALLY OWNED BY EACH	6	SHARED	VOTING POWE	R	295,567 (2)	
	REPORTING PERSON	7	SOLE D	ISPOSITIVE P	OWER	38,947 (1)	
	WITH	8	SHARED	DISPOSITIVE	POWER	295,567 (2)	

9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 334,514
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
	/_/
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 11.54% (3)
12	TYPE OF REPORTING PERSON * IN

- (1) Includes 15,816 shares that may be acquired upon the exercise of options exercisable within 60 days.
- (2) Consists of 295,567 shares owned by the 1st Bancorp, Inc. Employee Stock Ownership Plan Trust, of which the reporting person serves as a trustee.
- (3) Assumes that options for 15,816 shares have been exercised. Based on 2,898,637 shares of common stock outstanding as of December 31, 2005.

10

PAGE 10 OF 13 PAGES

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

- ITEM 1(a). NAME OF ISSUER.

 1st State Bancorp, Inc.
- ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES.
 445 S. Main Street
 Burlington, North Carolina 27215
- ITEM 2(a). NAME OF PERSON(S) FILING.

1st State Bancorp, Inc. Employee Stock Ownership Plan ("ESOP"); 1st State Bank Deferred Compensation Plan ("Deferred Compensation Plan"); the following individuals who serve as the trustees of the ESOP: T. Scott Quakenbush, Ernest A. Koury, Jr. and Bernie C. Bean; and the following individuals who serve as trustees of the Deferred Compensation Plan: James G. McClure, Virgil L. Stadler and Richard H. Shirley.

- ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE, OR, IF NONE, RESIDENCE. Same as Item 1(b).
- ITEM 2(c). CITIZENSHIP.

See Row 4 of the second part of the cover page provided for each reporting person.

- ITEM 2(d). TITLE OF CLASS OF SECURITIES. Common Stock, par value \$.01 per share.
- ITEM 2(e). CUSIP NUMBER: 33645S 10 0
- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13d-1(b), OR 13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

(f) /X/ An employee benefit plan or endowment fund in accordance with Rule 13d-1 (b) (1) (ii) (f)

This Schedule 13G also is being filed on behalf of the Deferred Compensation Plan and by each trustee of the ESOP and the Deferred Compensation Plan, filing pursuant to Rule 13d-1(c) and applicable SEC no-action letters.

- ITEM 4. OWNERSHIP.
 - (a) AMOUNT BENEFICIALLY OWNED: See Row 9 of the second part of the ------cover page provided for each reporting person.

11

PAGE 11 OF 13 PAGES

- ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: $/_/$

- ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON. The ESOP Committee has the power to determine whether dividends on allocated shares that are paid to the ESOP trust are distributed to participants or are used to repay the ESOP loan.
- ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY OR CONTROL PERSON.

 Not applicable.
- ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP. Not applicable.
- ITEM 9. NOTICE OF DISSOLUTION OF GROUP. Not applicable.
- ITEM 10. CERTIFICATIONS.

By signing below, each signatory in the capacity of a trustee of the 1st State Bancorp, Inc. Employee Stock Ownership Plan Trust certifies that, to the best of his knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

By signing below, each signatory in the capacity of a trustee of the 1st State Bank Deferred Compensation Plan certifies that, to the best of his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the

control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

By signing below, each signatory in his individual capacity certifies that, to the best of his knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

12

PAGE	12	OF	13	PAGES

February 14, 2006

Date

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

1ST STATE BANCORP, INC. EMPLOYEE STOCK OWNERSHIP PLAN TRUST

T. Scott Ouakenbush, as Trustee

By Its Trustees:

/s/ T. Scott Quakenbush

1. Scott Quakenbush, as Ilustee	расе
/s/ Ernest A. Koury	February 14, 2006
Ernest A. Koury, as Trustee	Date
/s/ Bernie C. Bean	February 14, 2006
Bernie C. Bean, as Trustee	Date
1ST STATE BANK DEFERRED COMPENSATION PLAN	
By Its Trustees:	
/s/ Richard H. Shirley	February 14, 2006
Richard H. Shirley, as Trustee	Date
/s/ James G. McClure	February 14, 2006
James G. McClure, as Trustee	Date
Virgil L. Stadler	February 14, 2006
Virgil L. Stadler, as Trustee	

Richard H. Shirley February 14, 2006 _____ _____ Richard H. Shirley, as an Individual Stockholder James G. McClure February 14, 2006 _____ James G. McClure, as an Individual Stockholder Date Virgil L. Stadler February 14, 2006 _____ Virgil L. Stadler, as an Individual Stockholder Date 13 PAGE 13 OF 13 PAGES February 14, 2006 /s/ T. Scott Quakenbush _____ _____ T. Scott Quakenbush, as an Individual Stockholder Date

/s/ Ernest A. Koury, Jr. February 14, 2006
-----Ernest A. Koury, Jr. as an Individual Stockholder Date

/s/ Bernie C. Bean February 14, 2006
-----Bernie C. Bean, as an Individual Stockholder Date

14

EXHIBIT 99

AGREEMENT RELATING TO FILING OF JOINT STATEMENT PURSUANT TO RULE 13D-1(k) UNDER THE SECURITIES ACT OF 1934

The undersigned agree that Amendment No. 6 to the Statement on Schedule 13G to which this Agreement is attached is filed on behalf of each of them. Date: February 14, 2006

1ST STATE BANCORP, INC. EMPLOYEE STOCK OWNERSHIP PLAN TRUST

By Its Trustees:

/s/ T. Scott Quakenbush
T. Scott Quakenbush, as Trustee

Date

/s/ Ernest A. Koury, Jr.

Ernest A. Koury, Jr. as Trustee

Date

/s/ Bernie C. Bean	February 14, 2006
Bernie C. Bean, as Trustee	Date
1ST STATE BANCORP, INC. DEFERRED COMPENSATION PLAN	
By Its Trustees:	
/s/ James G. McClure	February 14, 2006
James G. McClure, as Trustee	Date
Virgil L. Stadler	February 14, 2006
Virgil L. Stadler, as Trustee	Date
/s/ Richard H. Shirley	February 14, 2006
Richard H. Shirley, as Trustee	Date
/s/ James G. McClure	February 14, 2006
James G. McClure, as an Individual Stockholder	Date
Virgil L. Stadler	February 14, 2006
Virgil L. Stadler, as an Individual Stockholder	Date
/s/ Richard H. Shirley	February 14, 2006
Richard H. Shirley, as an Individual Stockholder	Date
15	
/s/ T. Scott Quakenbush	February 14, 2006
T. Scott Quakenbush, as an Individual Stockholder	Date
/s/ Ernest A. Koury, Jr.	February 14, 2006
Ernest A. Koury, Jr. as an Individual Stockholder	Date
/s/ Bernie C. Bean	February 14, 2006
Bernie C. Bean, as an Individual Stockholder	Date