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FIRST KEYSTONE CORP

Form 8-K

January 30, 2004

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): January 30, 2004

FIRST KEYSTONE CORPORATION

(Exact name of registrant as specified in its Charter)

<u>PENNSYLVANIA</u>	<u>2-88927</u>	<u>23-2249083</u>
(State or other jurisdiction Of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

<u>111 West Front Street, Berwick, Pennsylvania</u>	<u>18603</u>
(Address of principal executive offices)	(Zip Code)

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

Item 5. Other Events

On January 23, 2004, the Registrant's Audit Committee approved an Audit Committee Charter. The Charter is attached as Exhibit 99.1 to this report and is incorporated herein by reference.

Item 7. Exhibits

The following exhibit is filed with this Current Report on Form 8-K.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Audit Committee Charter of First Keystone Corporation effective January

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23, 2004

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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: January 30, 2004

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