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FIRST KEYSTONE CORP
Form 8-K
June 11, 2008

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 event reported):
June 9, 2008

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

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))

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[] Pre-commencement communications pursuant to Rule 13e-4(c)
under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS;
ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL
OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN
OFFICERS

(b) Dudley P. Cooley retired from the Board of Directors of
First Keystone Corporation (the "Corporation") and First
Keystone National Bank (the "Bank"), the Corporation's
wholly owned subsidiary, effective June 9, 2008. Mr. Cooley
served as a director of the Corporation and the Bank since
1987.

Mr. Cooley was appointed Director Emeritus of the
Corporation and the Bank by the Board of Directors at their
regularly scheduled meeting on June 10, 2008.

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Signatures

Pursuant to the requirements of the Securities Exchange Act
of 1934, the Registrant has duly caused this Current Report to be
signed on its behalf by the undersigned, thereunto duly
authorized.

FIRST KEYSTONE CORPORATION
(Registrant)

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

Dated: June 11, 2008

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