FIRST KEYSTONE CORP

Form 4

August 05, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

0.5

Check this box

January 31, Expires:

2005

OMB APPROVAL

response...

5 Relationship of Reporting Person(s) to

Estimated average burden hours per

subject to Section 16. Form 4 or Form 5 obligations

if no longer

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1 Name and Address of Reporting Person *

may continue.

See Instruction

BOWER DON E			2. Issuer Name and Ticker or Trading Symbol FIRST KEYSTONE CORP [fkys.ob]					Issuer				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction					(Check all applicable)				
			(Month/Day		J 			_X_ Director	10%	Owner		
1371 STATE RT 93			08/04/2008					Officer (give below)	title Othe below)	er (specify		
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)					Applicable Line) _X_Form filed by One Reporting Person				
BERWICK, P.	Δ 18603							Form filed by More than One Reporting				
DLKWICK, I	A 10003							Person				
(City)	(State)	(Zip)	Table I	- Non-Der	ivative Se	curities A	Acqu	iired, Disposed of	, or Beneficiall	ly Owned		
1.Title of	2. Transaction l	Date 2A. D	Deemed	3.	4. Securi	ties		5. Amount of	6.	7. Nature of		
Security (Instr. 3)	· · · · · · · · · · · · · · · · · · ·		ution Date, if	te, if TransactionAcquired (A) or Code Disposed of (D)				Securities Beneficially	Ownership I Form: Direct I	Indirect Repeticial		
(Ilisti. 3)	•		th/Day/Year)	(Instr. 8) (Instr. 3, 4 and 5)				Owned	(D) or	Ownership		
							Following	Indirect (I)	(Instr. 4)			
						(A)		Reported Transaction(s)	(Instr. 4)			
				Code V	Amount	or (D) P	rice	(Instr. 3 and 4)				
First												
Keystone	0010410000			_	4.064			20.040.444	_			
Corporation	08/04/2008			P	1,361	A \$	16	39,810.4114	D			
Common Stock												
Stock												

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title Amount		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month/Day/Tear)	any (Month/Day/Year)	Code (Instr. 8)	of	(Month/Day/		Underly Securiti (Instr. 3	ying ies	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address		Kelation	snips
		1000	0.00

Director 10% Owner Officer Other

BOWER DON E 1371 STATE RT 93 X BERWICK, PA 18603

Signatures

Don E. Bower

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2