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

February 2, 2006

(Date of Report; Date of Earliest Event Reported)

STEIN MART, INC.

(Exact Name of Registrant as Specified in its Charter)

Florida (State or Other Jurisdiction 0-20052 (Commission File Number) 64-0466198 (IRS Employer

of Incorporation)

Identification No.)

1200 Riverplace Blvd., Jacksonville, Florida 32207

Edgar Filing: STEIN MART INC - Form 8-K

(Address of Principal Executive Offices Including Zip Code)

(904) 346-1500

(Registrant s telephone number, including area code)

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))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On February 2, 2006, Stein Mart, Inc. issued a press release, a copy of which is attached as Exhibit 99.1, that includes earnings guidance for the quarterly period ended January 28, 2006.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

99.1 Press Release dated February 2, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

STEIN MART, INC. (Registrant)

By: /s/ James G. Delfs

Dated: February 8, 2006

James G. Delfs Senior Vice President and Chief Financial Officer

3

EXHIBIT INDEX

99.1 Press Release dated February 2, 2006.

4