

Registration No. 24-3656

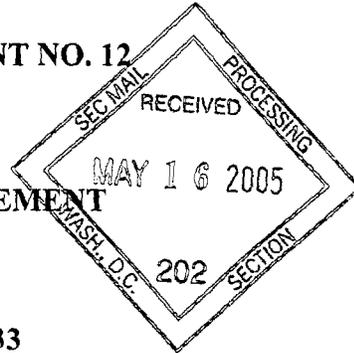
SECURITIES AND EXCHANGE COMMISSION



05054992

**SUPPLEMENT DATED MAY 13, 2005
TO
POST QUALIFICATION AMENDMENT NO. 12
TO
FORM 1-A
REGULATION A OFFERING STATEMENT
UNDER
THE SECURITIES ACT OF 1933**

1A



STEUBEN TRUST CORPORATION
(Exact name of issuer as specified in its charter)

NEW YORK
(State or other jurisdiction of incorporation or organization)

One Steuben Square, Hornell, New York 14843-1699
(607) 324-5010

(Address, including zip code, and telephone number, including area code,
of issuer's principal executive offices)

Stephen H. Waite, Esq.
UNDERBERG & KESSLER LLP
1800 Chase Square
Rochester, New York 14604
(585) 258-2800

PROCESSED
MAY 23 2005
THOMSON
FINANCIAL

(Name, address, including zip code, and telephone number, including area code,
of agent for service)

6060
Primary Standard Industrial
Classification Code Number

16-1368310
I.R.S. Employer
Identification Number

If any of the securities being registered on this form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act of 1933, check the following box: [X]

This Offering Statement shall only be qualified upon order of the Commission, unless a subsequent amendment is filed indicating the intention to become qualified by operation of the terms of Regulation A.

To the Common Shareholders of Steuben Trust Corporation:

Effective May 12, 2005, the Board of Directors of the Steuben Trust Corporation determined the fair market value of the Common Stock of Steuben Trust Corporation, for purposes of the Corporation's Share Owner Dividend Reinvestment and Stock Purchase Plan, to be \$19.49 per share.

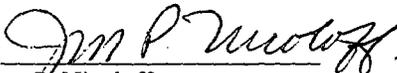
POWER OF ATTORNEY

The Issuer and each person whose signature appears below hereby appoints Brenda L. Copeland and James P. Nicoloff, and each of them, as attorneys-in-fact, each with full power of substitution, to execute in their names and on behalf of the Issuer and each such person, individually and in each capacity stated below, one or more amendments (including post-effective amendments) to this Offering Statement as the attorney-in-fact acting on the premise shall from time to time deem appropriate and to file any such amendment to this Offering Statement with the Securities and Exchange Commission.

SIGNATURES

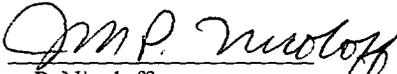
The Issuer. The Issuer has duly caused this Offering Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in Hornell, New York, on this 13th day of May, 2005.

STEUBEN TRUST CORPORATION

By: 
James P. Nicoloff,
Executive Vice President and
Chief Financial Officer

This Offering Statement has been signed by the following persons in the capacities and on the dates indicated:

Date: May 13, 2005
By: Brenda L. Copeland*
Brenda L. Copeland, President and
Chief Executive Officer

Date: May 13, 2005
By: 
James P. Nicoloff,
Executive Vice President, Treasurer and
Chief Financial Officer

Date: May 13, 2005
By: David A. Shults*
David A. Shults, Director and
Chairman of the Board

Date: May 13, 2005
By: Robert U. Blades, Jr.*
Robert U. Blades, Jr., Director

Date: May 13, 2005

By: Edward G. Coll, Jr.*
Edward G. Coll, Jr., Director

Date: May 13, 2005

By: Stoner E. Horey*
Stoner E. Horey, Director

Date: May 13, 2005

By: Charles D. Oliver*
Charles D. Oliver, Director

Date: May 13, 2005

By: Kenneth D. Philbrick*
Kenneth D. Philbrick, Director

Date: May 13, 2005

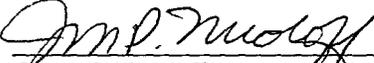
By: Eric Shults*
Eric Shults, Director

Date: May 13, 2005

By: Sherry C. Walton*
Sherry C. Walton, Director

Date: May 13, 2005

By: Charles K. Wellington*
Charles K. Wellington, Director

*By: 
James P. Nicoloff, as Attorney-in-fact