

SECURITIES AND EXCHANGE COMMISSION

Issuer Delisting; Order Granting the Application of State Bancorp, Inc. to Withdraw its Common Stock, \$5.00 par value, from Listing and Registration on the American Stock Exchange LLC
File No. 1-14783

December 16, 2005

On October 31, 2005, State Bancorp, Inc., a New York corporation ("Issuer"), filed an application with the Securities and Exchange Commission ("Commission"), pursuant to Section 12(d) of the Securities Exchange Act of 1934 ("Act")¹ and Rule 12d2-2(d) thereunder,² to withdraw its common stock, \$5.00 par value ("Security"), from listing and registration on the American Stock Exchange LLC ("Amex"). Notice of such application requesting comments was published in the Federal Register on November 25, 2005.³ No comments were received. As discussed below, the Commission is granting the application.

On May 24, 2005, the Board of Directors ("Board") of the Issuer approved resolutions to withdraw the Security from listing and registration on Amex and to list the Security on the Nasdaq National Market ("Nasdaq"). The Issuer stated that the Board determined it is in the best interests of the Issuer and its stockholders to withdraw the Security from Amex and list the Security on Nasdaq in an effort to improve liquidity and market visibility on Nasdaq.

The Issuer stated that it has complied with the requirements of Amex's rules governing an issuer's voluntary withdrawal of a security from listing and registration by complying with all the applicable laws in effect in the State of New York, the state in which it is incorporated. The

¹ 15 U.S.C. 78l(d).

² 17 CFR 240.12d2-2(d).

³ See Securities Exchange Act Release No. 52795 (November 18, 2005), 70 FR 71179.

Issuer's application relates solely to the withdrawal of the Security from listing on Amex and from registration under Section 12(b) of the Act,⁴ and shall not affect its obligation to be registered under Section 12(g) of the Act.⁵

The Commission, having considered the facts stated in the application and having due regard for the public interest and protection of investors, orders that the application be, and it hereby is, granted, effective at the opening of business on December 19, 2005.

For the Commission, by the Division of Market Regulation, pursuant to delegated authority.⁶

Jonathan G. Katz
Secretary

⁴ 15 U.S.C. 781(b).

⁵ 15 U.S.C. 781(g).

⁶ 17 CFR 200.30-3(a)(1).