

STEIN JAY
Form SC 13G/A
February 16, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 16)*

Stein Mart, Inc.

(Name of issuer)

Common Stock, \$0.01 par value

(Title of class of securities)

858375-10-8

(CUSIP number)

December 31, 2009

(Date of event which requires filing of this statement)

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Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page. The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

Page 1 of 5 Pages

1 Name of reporting person

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Jay Stein

2 Check the appropriate box if a member of a group

(a) " (b) "

Not Applicable

3 SEC use only

4 Citizenship or place of organization

United States

5 Sole voting power

Number of

shares 6 15,731,466
Shared voting power

beneficially

owned by each 7 N/A
Sole dispositive power

reporting

person 8 15,731,466
Shared dispositive power
with

N/A

9 Aggregate amount beneficially owned by each reporting person

15,731,466

10 Check box if the aggregate amount in Row (9) excludes certain shares* "

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11 Percent of class represented by amount in Row (9)

36.8%

12 Type of reporting person*

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

CUSIP No. 858375-10-8

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Item 1 (a). Name of Issuer:

Stein Mart, Inc.

Item 1 (b). Address of Issuer's Principal Executive Offices:

1200 Riverplace Blvd.

Jacksonville, FL 32207

Item 2 (a). Name of Person Filing: