STEIN MART INC Form SC 13G/A February 12, 2013

```
SECURITIES AND EXCHANGE COMMISSION
Washington, D. C. 20549
SCHEDULE 13G
(Rule 13d-102)
(Amendment No.2)
Stein Mart, Inc.
(Name of Issuer)
Common Stock
858375108
(CUSIP Number)
December 31, 2012
(Date of Event Which Requires Filing of this Statement)
        Check the appropriate box to designate the rule pursuant to which this
Schedule is filed:
        [X] 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 the
disclosures provided in a prior cover page.
```

The information required in 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.

CUSIP NO.858375108 Page 2 of 4 Pages 1) Name of Reporting Person(s) I.R.S. Identification No. of Above Person (entities Paradigm Capital Management, Inc. 14-1770168 _____ 2) Check the Appropriate Box if a Member of a Group (b)____ Not Applicable 3) SEC Use Only ______ Citizenship or Place of Organization New York NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH (5) Sole Voting Power 3,381,869 (6) Shared Voting Power -0-(7) Sole Dispositive Power 3,381,869 (8) Shared Dispositive Power-0-Aggregate Amount Beneficially Owned by Each Reporting Person 3,381,869 ______ 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares Not Applicable ______ 11) Percent of Class Represented by Amount In Row (9) 7.74% ______ 12) Type of Reporting Person

ΙA

2

CUSIP NO.	858375108	Page 3 of 4 Pages	
Item 1(a)	Name of Issuer:		
	Stein Mart, Inc.		
Item 1(b)	Address of Issuer's Principal Executive Office	Issuer's Principal Executive Offices:	
	1200 RIVERPLACE BLVD JACKSONVILLE, FL 32207		
Item 2(a)	Name of Person Filing:		
	Paradigm Capital Management, Inc.		
Item 2(b)	Address of Principal Business Office:		
	Nine Elk Street, Albany, New York 12207		
Item 2(c)	Citizenship:		
	A New York State Corporation		
Item 2(d)	Title of Class of Securities:		
	Common Stock		
Item 2(e)	Cusip Number:		
	858375108		
Item 3.	If this statement is filed pursuant to 240.13d-1(b) or 240.13d-(b) or 9c), check whether the person filing is a:		
	(e) [X] an investment adviser in accordance wi (1) (ii) (E).	th 240.13d-1(b)	
Item 4.	Ownership.		
(a)	Amount beneficially owned: 3,381,869		
(b)	Percent of class: 7.74%		
(c)	Number of shares as to which the person has:		
	(i) Sole power to vote or to direct	t the vote:	
	3,381,869		
	(ii) Shared power to vote or direct	the vote:	

-0-

(iii) Sole power to dispose or to direct the disposition of:
3,381,869

(iv) Shared power to dispose or to direct the disposition of:

-0-

CUSIP NO. 858375108

Page 4 of 4 Pages

Item 5. Ownership of 5% or Less of a Class.

If this statement is being filed to report the fact as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [].

Item 6. Ownership of more than 5% on Behalf of Another Person.

All securities reported in this Schedule 13G Report are owned by advisory clients of the Reporting Person.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

Not Applicable

Item 8 Identification and Classification of Members of the Group.

Not Applicable

Item 9 Notice of Dissolution of Group.

Not Applicable

Item 10. Certification.

By signing below I (we) certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the Issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my (our) knowledge and belief, I (we) certify that the information set forth in this statement is true, complete and correct.

Dated: February 11, 2013

PARADIGM CAPITAL MANAGEMENT, INC.

By /s/ John V. Gulick John V. Gulick, Chief Compliance Officer Telephone: (518) 431-3500

- 4 -