

FIRST CHARTER CORP /NC/
Form 4
May 19, 2005

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
JAMES ROBERT E JR

2. Issuer Name and Ticker or Trading Symbol
FIRST CHARTER CORP /NC/ [FCTR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
10200 DAVID TAYLOR DRIVE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/17/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President FCB

CHARLOTTE, NC 28262-2373

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					10,716	D	
Common Stock	05/18/2005		I	V 1,022 A \$ 23.23	3,866	I	401K
Common Stock					215.5197	I	Daughter - Caroline
Common Stock					215.5197	I	Son - Phillip

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 14.5					<u>(1)</u>	01/20/2010	Common Stock	19,791
Stock Options (Right to buy)	\$ 15.75					<u>(1)</u>	01/17/2011	Common Stock	23,296
Stock Options (Right to buy)	\$ 17.37					<u>(2)</u>	01/16/2012	Common Stock	21,985
Stock Options (Right to buy)	\$ 18.375					<u>(1)</u>	01/29/2009	Common Stock	35,000
Stock Options (Right to buy)	\$ 18.39					<u>(3)</u>	01/15/2013	Common Stock	21,597
Stock Options (Right to buy)	\$ 23.66					<u>(4)</u>	01/19/2015	Common Stock	18,448

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAMES ROBERT E JR 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			President	FCB

Signatures

Jan H Hollar, by Power of
Attorney 05/19/2005

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (4) Options are exercisable in 5 equal yearly installments beginning one year after grant date.
- (2) 5,928 Incentive become exercisable as follows, 1,531 are currently exercisable and 4,397 become exercisable on 01/16/2006
8,638 shares of 11,674 Non-Qualified are currently exercisable. The remaining shares become exercisable as follows, 3,036 shares
- (3) become exercisable on 01/15/2006. 9,923 Incentive shares become exercisable as follows: 1,284 shares become exercisable on 01/15/2006, 4,319 shares become exercisable on 01/15/2007, and 4,320 shares become exercisable on 01/15/2008.
- (1) All Options are currently exercisable

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.