

FIRST CHARTER CORP /NC/
 Form 4/A
 December 06, 2006

FORM 4

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

OMB APPROVAL

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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 *
BLACK WILLIAM R

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)
 11/01/2006

Director 10% Owner
 Officer (give title below) Other (specify below)

CHARLOTTE, NC 28262-2373
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 11/07/2006

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock					92,962	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

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

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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. Amount or Number of Shares
				Code V	(A) (D)	Date Exercisable Expiration Date	Title	
Phantom Stock	<u>(1)</u>	11/01/2006		A	69,633 <u>(2)</u>	<u>(3)</u> <u>(3)</u>	Common Stock	69,633
Phantom Stock	<u>(1)</u>	11/03/2006		A	95,169 <u>(4)</u>	<u>(3)</u> <u>(3)</u>	Common Stock	95,169 <u>(4)</u>
Stock Options (Right to buy)	\$ 14.5					<u>(5)</u> 01/20/2010	Common Stock	1,800
Stock Options (Right to buy)	\$ 15.75					<u>(5)</u> 01/17/2011	Common Stock	1,800
Stock Options (Right to buy)	\$ 17.37					<u>(6)</u> 01/16/2012	Common Stock	3,500
Stock Options (Right to buy)	\$ 17.708					<u>(5)</u> 02/20/2007	Common Stock	600
Stock Options (Right to buy)	\$ 18					<u>(5)</u> 10/14/2009	Common Stock	1,800
Stock Options (Right to buy)	\$ 18.81					<u>(7)</u> 01/22/2013	Common Stock	5,000
Stock Options (Right to buy)	\$ 18.854					<u>(5)</u> 05/19/2007	Common Stock	1,200
Stock Options (Right to buy)	\$ 20.02					<u>(8)</u> 01/21/2014	Common Stock	1,800

