

FIRST CHARTER CORP /NC/  
Form 4  
March 11, 2008

**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 \*  
**WARLICK L D 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)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/07/2008**

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

**10200 DAVID TAYLOR DRIVE**

(Street)

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

**CHARLOTTE, NC 28262-2373**

(City) (State) (Zip)

**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)
Common Stock				(A) or (D)	119,847.044 (1)	D	
Common Stock				Code V Amount (D) Price	1,635.523	I	LD Warlick - Custodian Laura
Common Stock					1,635.523	I	LD Warlick - Custodian Sarah
Common Stock					1,531.3903	I	M. E. Warlick - Custodian

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Common Stock				1,531.3903	I	Laura M. E. Warlick - Custodian Sarah
Common Stock				6,807	I	Souse IRA - M. E. Warlick
Common Stock				24,328.3719	I	Spouse - M. E. Warlick
Common Stock				135	I	Spouse - Mary E Goldsmith Warlick Trust
Common Stock				13,460.2686 <u>(2)</u>	I	Warlick Funeral Home, Inc.

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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(3)</u>	03/07/2008		A	29.809	<u>(4)</u>	<u>(4)</u>	Common Stock	29.809
Stock Options (Right to buy)	\$ 15.75					<u>(6)</u>	01/17/2011	Common Stock	720
Stock Options	\$ 17.37					<u>(6)</u>	01/16/2012	Common Stock	2,500

(Right to  
buy)

Stock Options (Right to buy)	\$ 18.81	(6)	01/22/2013	Common Stock	1,000
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Stock Options (Right to buy)	\$ 20.02	(6)	01/21/2014	Common Stock	1,800
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Stock Options (Right to buy)	\$ 23.66	(6)	01/19/2015	Common Stock	2,500
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WARLICK L D JR 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373	X			

## Signatures

Stephen J Antal, by Power of Attorney	03/11/2008
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\_\_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) Non-Employee directors may withdraw common stock from the deferred comp plan the first day of the calendar month following retirement, death, or termination.
- (2) Includes 226.792 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (5) Due to an administrative error by the plan administrator relating to the allocation of the plan shares, the director's previously reported holdings have been reduced by 5.937 shares.
- (6) All Options are currently exercisable
- (1) Includes 1085.044 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (3) One for One

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.