

FIRST CHARTER CORP /NC/
Form 4
November 17, 2004

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 *
JONES WALTER H 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)
11/15/2004

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

P.O. BOX 37937

(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 28237

(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)
			Code	V	Amount or Price		
Common Stock	01/15/2004		J ⁽¹⁾		7.2171 A \$ 19.8222		D
Common Stock	04/15/2004		J ⁽¹⁾		7.0092 A \$ 20.6		D
Common Stock	07/15/2004		J ⁽¹⁾		6.5494 A \$ 22.2451		D
Common Stock	10/18/2004		J ⁽¹⁾		5.9419 A \$ 25.391		D
Common Stock	11/15/2004		M		1,440 A \$ 15.75		D

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Common Stock	11/15/2004	M	2,100	A	\$ 17.37	13,897.0926	D	
Common Stock	11/15/2004	M	1,666	A	\$ 18.81	15,563.0926	D	
Common Stock						600	I	Spouse IRA - Margaret
Common Stock						26,548	I	Spouse Street Name - Margaret

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.

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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
Stock Options (Right to Buy)	\$ 15.75	11/15/2004		M	1,440	<u>(2)</u> 01/17/2011	Common Stock	1,440
Stock Options (Right to Buy)	\$ 17.37	11/15/2004		M	2,100	<u>(3)</u> 01/16/2012	Common Stock	2,100
Stock Options (Right to Buy)	\$ 18.81	11/15/2004		M	1,666	<u>(4)</u> 01/22/2013	Common Stock	1,666

