

FIRST CHARTER CORP /NC/
Form 4
January 21, 2005

FORM 4

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

OMB APPROVAL

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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 *
ROWND STEPHEN M

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)
01/19/2005

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

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 Ownership (Instr. 4)
Common Stock				(A) or (D) Price	2,000	D	

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

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

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).

(5) Options are exercisable in 5 yearly installments beginning one year after grant date.

(4) 4,044 shares of 10,583 Non-Qualified shares are currently exercisable. The remaining shares become exercisable as follows, 4,044 shares become exercisable on 01/15/2005 and 2,495 shares become exercisable on 01/15/2006. 9,637 Incentive shares become exercisable as follows: 1,549 shares become exercisable on 01/15/2006, 4,044 shares become exercisable on 01/15/2007, and 4,044 shares become exercisable on 01/15/2008.

(1) 8,000 shares are currently exercisable. 2,000 shares become exercisable on 02/28/2005.

(3) 11,595 of 15,461 Non-Qualified shares are currently exercisable. The remaining 3,866 become exercisable on 01/16/2005. 755 of 5,123 Incentive shares are currently exercisable. The remaining 4,368 shares become exercisable as follows, 251 become exercisable on 01/16/2005 and 4,117 become exercisable on 01/16/2006

(2) 17,457 shares are currently exercisable. 4,365 shares become exercisable on 01/17/2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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