

FIRST CHARTER CORP /NC/
Form 4
February 10, 2005

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 *
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)
02/08/2005

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

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)
				(A) or (D)	Price		
Common Stock	02/08/2005		S	800	D \$ 23.91	1,200	D
Common Stock	02/08/2005		S	200	D \$ 23.91	1,000	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)

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)
Stock Options (Right to buy)	\$ 13.438					(1) 02/28/2010	Common Stock 2,000	
Stock Options (Right to buy)	\$ 17.37					(2) 01/16/2012	Common Stock 20,584	
Stock Options (Right to buy)	\$ 18.39					(3) 01/15/2013	Common Stock 20,220	
Stock Options (Right to buy)	\$ 23.66					(4) 01/19/2015	Common Stock 13,097	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROWND STEPHEN M 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			Executive Vice President	

Signatures

Jan H Hollar 02/10/2005
 **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 yearly installments beginning one year after grant date.

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) Shares are exercisable in 5 equal installments beginning one year after grant date of 02/28/2000. 8,000 shares are currently exercisable. 2,000 shares become exercisable on 02/28/2005.

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 (2) 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

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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