

FIRST CHARTER CORP /NC/
Form 4
March 22, 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 *
KIMBROUGH LAWRENCE 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)
01/18/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President & CEO of FCC

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 Indirect Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/18/2005		M	27,355 A \$ 14.5	102,322	D	
Common Stock	01/18/2005		J(1)	5.42 A \$ 23.88	686.6343	I	Spouse - Letitia

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

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SEC 1474 (9-02)

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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				(A)	(2) 01/17/2011	Common Stock	44,571
Stock Options (Right to buy)	\$ 17.37				(A)	(3) 01/16/2012	Common Stock	47,150
Stock Options (Right to buy)	\$ 17.9167				(A)	(2) 12/14/2005	Common Stock	4,920
Stock Options (Right to buy)	\$ 17.9167				(A)	(2) 12/04/2006	Common Stock	5,400
Stock Options (Right to buy)	\$ 18.125				(A)	(2) 01/21/2009	Common Stock	25,405
Stock Options (Right to buy)	\$ 18.39				(A)	(4) 01/15/2013	Common Stock	47,716
Stock Options (Right to buy)	\$ 23.125				(A)	(2) 01/21/2009	Common Stock	19,904
Stock Options (Right to buy)	\$ 25				(A)	(2) 12/01/2007	Common Stock	3,900
	\$ 14.5	03/18/2005		M	27,355	(2) 01/20/2010		27,355

Stock
Options
(Right to
buy)

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIMBROUGH LAWRENCE M 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			President & CEO of FCC	

Signatures

Jan H. Hollar 03/22/2005

__Signature of Date
Reporting Person

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).
- (1) Shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report. 19,086 shares of non-qualified stock are currently exercisable. The remaining 17,756 shares become exercisable as follows: 9,543 on 01/15/2006, 4,106 on 01/15/2007, and 4,107 on 01/15/2008 10,874 shares of incentive stock become exercisable as follows: 5,437 on 01/15/2007 and 5,437 on 01/15/2008
- (2) All Options are currently exercisable
- (3) 37,720 shares of non-qualified stock are currently exercisable. The remaining 3,673 shares become exercisable on 01/16/2006. 5,757 shares of incentive stock are 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. 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.