

FIRST CHARTER CORP /NC/
Form 4
May 25, 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 *
MORRISON HUGH H

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)

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

10200 DAVID TAYLOR DRIVE

01/18/2005

(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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	05/25/2005		M		1,800	A	\$ 14.5 19,821
Common Stock	05/25/2005		M		1,800	A	\$ 15.75 21,621
Common Stock	05/25/2005		M		2,800	A	\$ 17.37 24,421
Common Stock	05/25/2005		M		240	A	\$ 17.708 24,661
Common Stock	05/25/2005		M		1,800	A	\$ 18 26,461

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Common Stock	05/25/2005	M	3,333	A	\$ 18.81	29,794	D	
Common Stock	05/25/2005	M	480	A	\$ 18.854	30,274	D	
Common Stock	05/25/2005	M	360	A	\$ 20.02	30,634	D	
Common Stock	01/18/2005	<u>J(1)</u>	58.9046	A	\$ 23.88	7,946.2878	I	EL Morrison Co. PS Trust
Common Stock	04/18/2005	<u>J(1)</u>	64.9788	A	\$ 21.82	8,011.2666	I	EL Morrison Co. PS Trust
Common Stock						640	I	EL Morrison Lumber, Inc Wachovia
Common Stock						2,991	I	EL Morrison Lumber, Inc. M.K.
Common Stock						1,451	I	Spouse - Mary

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock	<u>(2)</u>	02/04/2005		<u>J(1)</u>	4.369	<u>(3)</u>	<u>(3)</u>	Common Stock	4.369

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Phantom Stock	<u>(2)</u>	02/28/2005	J <u>(1)</u>	23.795	<u>(3)</u>	<u>(3)</u>	Common Stock	23.795
Phantom Stock	<u>(2)</u>	04/04/2005	J <u>(1)</u>	40.518	<u>(3)</u>	<u>(3)</u>	Common Stock	40.518
Phantom Stock	<u>(2)</u>	04/29/2005	J <u>(1)</u>	19.942	<u>(3)</u>	<u>(3)</u>	Common Stock	19.942
Stock Options (Right to buy)	\$ 23.66				<u>(4)</u>	01/19/2015	Common Stock	2,500
Stock Options (Right to buy)	\$ 26.75				<u>(5)</u>	04/29/2007	Common Stock	1,000
Stock Options (Right to buy)	\$ 14.5	05/25/2005	M	1,800	<u>(5)</u>	01/20/2010	Common Stock	1,800
Stock Options (Right to buy)	\$ 15.75	05/25/2005	M	1,800	<u>(6)</u>	01/17/2011	Common Stock	1,800
Stock Options (Right to buy)	\$ 17.37	05/25/2005	M	2,800	<u>(7)</u>	01/16/2012	Common Stock	2,800
Stock Options (Right to buy)	\$ 17.708	05/25/2005	M	240	<u>(5)</u>	02/20/2007	Common Stock	240
Stock Options (Right to buy)	\$ 18	05/25/2005	M	1,800	<u>(5)</u>	10/14/2009	Common Stock	1,800
Stock Options (Right to buy)	\$ 18.81	05/25/2005	M	3,333	<u>(8)</u>	01/22/2013	Common Stock	3,333
Stock Options (Right to buy)	\$ 18.854	05/25/2005	M	480	<u>(5)</u>	05/19/2007	Common Stock	480
Stock Options (Right to buy)	\$ 20.02	05/25/2005	M	360	<u>(4)</u>	01/21/2014	Common Stock	360

