

Manley Richard A
 Form 4
 June 14, 2006

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 *
 Manley Richard A

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)
 01/20/2006

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

CHARLOTTE, NC 28262-2373

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

(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	01/20/2006		J(1)		3.6815	A	\$ 24.33
Common Stock	04/21/2006		J(1)		3.6868	A	\$ 24.49
Common Stock	06/12/2006	06/12/2006	M		8,204	A	\$ 17.37
Common Stock	06/12/2006	06/12/2006	M		763	A	\$ 18.39
Common Stock	06/12/2006		S		3,500	D	\$ 24.88

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Common Stock	06/12/2006	S	1,500	D	\$ 24.9	4,445.7919	D	
Common Stock	06/12/2006	S	1,000	D	\$ 24.92	3,445.7919	D	
Common Stock	06/12/2006	S	1,467	D	\$ 24.94	1,978.7919	D	
Common Stock	06/12/2006	S	1,000	D	\$ 24.95	978.7919	D	
Common Stock	06/12/2006	S	500	D	\$ 24.98	478.7919	D	
Common Stock						7,979.332	I	By 401(k) Plan

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

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(9-02)

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. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 20.9					(2)	02/25/2014	Common Stock	7,434
Stock Options (Right to buy)	\$ 22.5					(3)	05/10/2009	Common Stock	5,000
Stock Options (Right to buy)	\$ 23.66					(2)	01/19/2015	Common Stock	6,567

Stock Options (Right to buy)	\$ 23.66					(2)	03/09/2016	Common Stock	7,400	
Stock Options (Right to buy)	\$ 17.37	06/12/2006	06/12/2006	M	8,204	(2)	01/16/2012	Common Stock	8,204	\$
Stock Options (Right to buy)	\$ 18.39	06/12/2006	06/12/2006	M	763	(2)	01/15/2013	Common Stock	763	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Manley Richard A 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373			Group Executive Vice President	

Signatures

Robin S. Leslie, by Power of Attorney
06/13/2006

**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).
- (1) Shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (2) Options are exercisable in 5 equal yearly installments beginning one year after grant date.
- (3) All Options are currently exercisable

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.