

FIRST CHARTER CORP /NC/  
Form 4  
March 10, 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 \*  
**WARLICK L D JR**

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)

CHARLOTTE, NC 28262-2373

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)

03/07/2006

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

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/09/2006		A		1,000 (1) \$ 23.66	D	
Common Stock					2,926.1994	I	Daughter - Laura
Common Stock					2,926.1994	I	Daughter - Sarah
Common Stock					1,571.6612	I	LD Warlick - Custodian Laura
Common Stock					1,571.6612	I	LD Warlick - Custodian

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Common Stock	4,243	I	Sarah MGGW Ltd. Partnership
Common Stock	1,471.5944	I	Mollie - Custodian Laura
Common Stock	1,471.5944	I	Mollie - Custodian Sarah
Common Stock	11,045.647	I	Mother - Mary
Common Stock	12,332.7794	I	Spouse - Mollie
Common Stock	6,807	I	Spouse IRA - Mollie
Common Stock	12,716.7518	I	Warlick Funeral Home, Inc.

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

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SEC 1474  
(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. Amount or Number of Shares
Phantom Stock	<u>(2)</u>	03/07/2006		<u>J</u> <sup>(3)</sup>	1.151	<u>(4)</u> <u>(4)</u>	Common Stock	1.151
Stock Options (Right to	\$ 15.75					<u>(5)</u> 01/17/2011	Common Stock	720

buy)					
Stock Options (Right to buy)	\$ 17.37	(6)	01/16/2012	Common Stock	2,500
Stock Options (Right to buy)	\$ 18.81	(7)	01/22/2013	Common Stock	5,000
Stock Options (Right to buy)	\$ 20.02	(8)	01/21/2014	Common Stock	1,800
Stock Options (Right to buy)	\$ 23.66	(8)	01/19/2015	Common Stock	2,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WARLICK L D JR 10200 DAVID TAYLOR DRIVE CHARLOTTE, NC 28262-2373		X		

## Signatures

Robin S. Leslie, by Power of Attorney  
03/10/2006

\_\_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).
- (3) Shares aquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (8) Options are exercisable in 5 equal yearly installments beginning one year after grant date.
- (4) Non-Employee directors may withdraw common stock from the deferred comp plan the first day of the calendar month following retirement, death, or termination.
- (1) Represents a grant of restricted stock vesting in 3 equal yearly installments.
- (6) 1,500 options currently exercisable. The remaining 1,000 options are exercisable in equal installments on 01/16/2005 and 01/16/2006
- (5) 360 options currently exercisable. The remaining 360 options are exercisable on 01/17/2005.
- (7) 1,666 options are currently exercisable. The remaining 3,334 options are exercisable in equal installments on 01/22/2005 and 01/22/2006
- (2) One for One

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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