FIRST CHARTER CORP /NC/

Form 4

November 17, 2004

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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Expires:

January 31, 2005

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * JONES WALTER H JR			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			FIRST CHARTER CORP /NC/ [FCTR]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X Director 10% Owner Officer (give title Other (specify			
P.O. BOX 37937			11/15/2004	below) below)			
(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			
				X Form filed by One Reporting Person			
CHADLOTTE NC 20227				Form filed by More than One Reporting			

Person

CHARLOTTE, NC 28237

(City)	(State)	(Zip) Tal	ble I - Non	-Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	or Dispos (Instr. 3,	(A)	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)
Common Stock	01/15/2004		Code V $J_{(1)}^{(1)}$	Amount 7.2171	(D)	Price \$ 19.8222	10,337.5921	D	
Common Stock	04/15/2004		<u>J(1)</u>	7.0092	A	\$ 20.6	10,344.6013	D	
Common Stock	07/15/2004		J <u>(1)</u>	6.5494	A	\$ 22.2451	10,351.1507	D	
Common Stock	10/18/2004		<u>J(1)</u>	5.9419	A	\$ 25.391	10,357.0926	D	
Common Stock	11/15/2004		M	1,440	A	\$ 15.75	11,797.0926	D	

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Common Stock	11/15/2004	M	2,100	A	\$ 17.37	13,897.0926	D	
Common Stock	11/15/2004	M	1,666	A	\$ 18.81	15,563.0926	D	
Common Stock						600	I	Spouse IRA - Margaret
Common Stock						26,548	I	Spouse Street Name - Margaret

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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Dat curities (Month/Day/Y quired) or sposed of) str. 3, 4,		te Underlying Sec		8. I Der Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options (Right to Buy)	\$ 15.75	11/15/2004		M	1,440	(2)	01/17/2011	Common Stock	1,440	\$
Stock Options (Right to Buy)	\$ 17.37	11/15/2004		M	2,100	(3)	01/16/2012	Common Stock	2,100	\$
Stock Options (Right to Buy)	\$ 18.81	11/15/2004		M	1,666	<u>(4)</u>	01/22/2013	Common Stock	1,666	\$

Reporting Owners

Reporting Owner Name / Address	Relationships							
Fg	Director	10% Owner	Officer	Other				
JONES WALTER H JR								
P.O. BOX 37937	X							
CHARLOTTE, NC 28237								

Signatures

**Signature of Reporting Person

Jan H Hollar, by power of attorney 11/17/2004

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).

Date

- (1) Shares aquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (2) 1,440 options are currently exercisable. Remaining 360 options exercisable on 01/17/2005
- (3) 2,100 options are currently exercisable. Remaining 1,400 options are exercisable in equal installments on 01/16/2005 and 01/16/2006.
- (4) 1,666 options are currently exercisable. Remaining 3,334 options are exercisable in equal installments on 01/22/2005 and 01/22/2006.

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.

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