

COOPERATIVE BANKSHARES INC
 Form 4
 May 18, 2006

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 *
 SAMMONS TODD L

2. Issuer Name and Ticker or Trading Symbol
 COOPERATIVE BANKSHARES INC [COOP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 201 MARKET STREET
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/17/2006

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Sr. V.P. -- CFO

WILMINGTON, NC 28401

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	05/17/2006		P	77 A \$ 23	1,710 ⁽¹⁾	D	
Common Stock	05/17/2006		P	130 A \$ 23	130	I	By Second Son
Common Stock					11,704 ⁽²⁾	I	By 401(k)
Common Stock					130 ⁽³⁾	I	By Daughter
Common Stock					130 ⁽³⁾	I	By First Son

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

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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 Option (Right to Buy)	\$ 7.33					01/01/2000 ⁽⁴⁾ 01/01/2010	Common Stock	750
Stock Option (Right to Buy)	\$ 7.23					01/01/2002 ⁽⁴⁾ 01/01/2012	Common Stock	7,500
Stock Option (Right to Buy)	\$ 17.8					02/02/2004 ⁽⁴⁾ 02/02/2014	Common Stock	3,000
Stock Option (Right to Buy)	\$ 18					12/29/2004 ⁽⁴⁾ 12/29/2014	Common Stock	4,500
Stock Option (Right to Buy)	\$ 20.66					12/14/2005 ⁽⁴⁾ 12/14/2015	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

