

FIRST CHARTER CORP /NC/  
Form 4  
March 11, 2008

**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 \*  
MESSINGER ELLEN L

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

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

(Street)

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 Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount Price                                    |   |  |                                   |
| Common Stock                    |                                      |  |                                |   | 9,092.1943 (1)  | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 784.8575 (2)  | I  | Son - Alexander                   |
| Common Stock                    |                                      |  |                                |   | 740.9306 (3)  | I  | Son - Maxwell                     |
| Common Stock                    |                                      |  |                                |   | 447.6267 (4)  | I  | Spouse - Timothy                  |

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 |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Phantom Stock                              | <u>(5)</u>   | 03/07/2008                           |  | A                              | 129.17  | <u>(6)</u>   | <u>(6)</u>  | Common Stock                  | 129.17                     |
| Stock Options (Right to buy)               | \$ 14.5  |                                      |  |                                |   | <u>(7)</u>   | 01/20/2010  | Common Stock                  | 1,800                      |
| Stock Options (Right to buy)               | \$ 15.75   |                                      |  |                                |   | <u>(7)</u>   | 01/17/2011  | Common Stock                  | 1,800                      |
| Stock Options (Right to buy)               | \$ 17.37   |                                      |  |                                |   | <u>(7)</u>   | 01/16/2012  | Common Stock                  | 2,500                      |
| Stock Options (Right to buy)               | \$ 18  |                                      |  |                                |   | <u>(7)</u>   | 10/14/2009  | Common Stock                  | 1,800                      |
| Stock Options (Right to buy)               | \$ 18.81   |                                      |  |                                |   | <u>(7)</u>   | 01/22/2013  | Common Stock                  | 5,000                      |
| Stock Options (Right to buy)               | \$ 20.02   |                                      |  |                                |   | <u>(7)</u>   | 01/21/2014  | Common Stock                  | 1,800                      |
| Stock Options                              | \$ 23.66   |                                      |  |                                |   | <u>(7)</u>   | 01/19/2015  | Common Stock                  | 2,500                      |

(Right to buy)

Stock

Options (Right to buy) \$ 26.75

(7)

04/29/2008

Common Stock 1,000

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| MESSINGER ELLEN L<br>10200 DAVID TAYLOR DRIVE<br>CHARLOTTE, NC 28262-2373 |               | X         |         |       |

## Signatures

Stephen J Antal, by Power of Attorney

03/11/2008

\*\*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).
- (4) Includes 7.5421 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (6) Non-Employee directors may withdraw common stock from the deferred comp plan the first day of the calendar month following retirement, death, or termination.
- (2) Includes 13.2242 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (7) All Options are currently exercisable
- (3) Includes 12.4841 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (1) Includes 153.1943 shares acquired under the First Charter Corporation dividend reinvestment plan since the date of the reporting person's last report.
- (5) 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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