FIRST CITIZENS BANCSHARES INC /DE/

Form 4 June 26, 2007

FORM 4

Section 16.

Form 4 or

obligations

Form 5

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

Check this box if no longer subject to

Symbol

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

2. Issuer Name and Ticker or Trading

FIRST CITIZENS BANCSHARES

1(b).

(Print or Type Responses)

HOLDING FRANK B

1. Name and Address of Reporting Person *

			T CITIZENS BANCSHARES /DE/ [FCNCA]	(Check all applicable)		
(Last) POST OFF	(First) FICE BOX 1377	(Mont	e of Earliest Transaction h/Day/Year) 5/2007	X Director X Officer (g below) Exec)
SMITHFII	(Street) ELD, NC 27577	Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Perso Form filed by More than One Reporting Perso		ng Person		
(City)	(State)	(Zip) T		Person		
(City)	(State)	(Zip) T	able I - Non-Derivative Securities Ac	quired, Disposed	l of, or Benef	icially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	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				1,633,283	D	
Class A Common Stock				240,836 (1)	I	By adult children and their spouses and children
Class A Common Stock				26,430 (1)	I	By trust for adult children
				8,193 (2)	I	

OMB APPROVAL

3235-0287

January 31,

2005

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OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Issuer

Estimated average

burden hours per

Class A Common Stock			By Twin States Farming
Class A Common Stock	167,600 (2)	Ι	By First Citizens Bancorporation, Inc.
Class A Common Stock	28,628 (2)	I	By The Heritage Bank
Class A Common Stock	100,000 (2)	I	By Fidelity BancShares (N.C.), Inc.
Class A Common Stock	36,659 (2)	I	By Southern BancShares, Inc.
Class A Common Stock	46,000 (2)	I	By Southern Bank and Trust Company
Class A Common Stock	54,000 (2)	I	By Goshen, Inc.
Class A Common Stock	400 (2)	I	By E&F Properties, Inc.
Class B Common Stock	552,206 (1)	I	By adult children and their spouses and children
Class B Common Stock	45,900 (2)	I	By First Citizens Bancorporation, Inc.
Class B Common Stock	22,619 (2)	I	By Southern BancShares (N.C.), Inc.
Class B Common Stock	6,175 (2)	I	By trust for adult children
Class B Common Stock	1,325 (2)	I	By Twin States Farming
Class B Common Stock	100 (2)	I	By E & F Properties
	21,278 (1)	I	By spouse

Class B Common Stock

Class A

Common 06/25/2007 P 30 A $\frac{\$}{191.85} \frac{143,030 \frac{(1)}{2}}{3}$ I By spouse

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

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9. Nu

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(Insti

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 4. 5. 6. Date Exercisable and 7. Title and 8. Price of Derivative Conversion (Month/Day/Year) Execution Date, if TransactionNumber **Expiration Date** Amount of Derivative Code (Month/Day/Year) Underlying Security or Exercise of Security (Instr. 3) Price of (Instr. 8) Securities (Instr. 5) (Month/Day/Year) Derivative Derivative Securities (Instr. 3 and 4) Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) Amount or Expiration Title Number Date Exercisable Date of Code V (A) (D) Shares

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOLDING FRANK B

POST OFFICE BOX 1377 X X Executive Vice Chairman

SMITHFIELD, NC 27577

Signatures

Frank B. Holding, By: William R. Lathan, Jr.,
Attorney-in-fact

06/26/2007

**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).

Reporting Owners 3

- The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the (1) reporting person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934 or for any other purpose.
- (2) The reporting person is a director, officer and/or principal shareholder of the companies that own these shares, but he disclaims beneficial ownership of the listed shares except to the extent of his pecuniary interest therein.
- (3) Due to a typographical error, the original report which this filing amends reflected the amount of securities listed in column five as 14,300. The correct amount is 143,000. This amendment is filed to correct that error.

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.