

FIRST CITIZENS BANCSHARES INC /DE/  
 Form 4  
 May 31, 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 \*  
**HOLDING FRANK B**

2. Issuer Name and Ticker or Trading Symbol  
**FIRST CITIZENS BANCSHARES INC /DE/ [FCNCA]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**POST OFFICE BOX 1377**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**05/26/2006**

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
**Executive Vice Chairman**

**SMITHFIELD, NC 27577**  
 (City) (State) (Zip)

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)
Class A Common Stock				(A) or (D)	1,632,783	D	
Class A Common Stock				(A) or (D)	240,836 <sup>(1)</sup>	I	By adult children and their spouses and children
Class A Common Stock				(A) or (D)	26,430 <sup>(1)</sup>	I	By trust for adult children
				(A) or (D)	8,190 <sup>(2)</sup>	I	

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Class A Common Stock								By Twin States Farming
Class A Common Stock					167,600 <u>(2)</u>	I		By First Citizens Bancorporation, Inc.
Class A Common Stock					28,628 <u>(2)</u>	I		By The Heritage Bank
Class A Common Stock					100,000 <u>(2)</u>	I		By Fidelity BancShares (N.C.), Inc.
Class A Common Stock					36,659 <u>(2)</u>	I		By Southern BancShares, Inc.
Class A Common Stock					46,000 <u>(2)</u>	I		By Southern Bank and Trust Company
Class A Common Stock					54,000 <u>(2)</u>	I		By Goshen, Inc.
Class B Common Stock					550,206 <u>(1)</u>	I		By adult children and their spouses and children
Class B Common Stock					45,900 <u>(2)</u>	I		By First Citizens Bancorporation, Inc.
Class B Common Stock					22,619 <u>(2)</u>	I		By Southern BancShares (N.C.), Inc.
Class B Common Stock					6,175 <u>(1)</u>	I		By trust for adult children
Class B Common Stock					1,225 <u>(2)</u>	I		By Twin States Farming, Inc.
Class B Common Stock	05/26/2006	P	50	A	\$ 192	12,745 <u>(1)</u>	I	By Spouse
Class B Common Stock	05/30/2006	P	50	A	\$ 192	12,795 <u>(1)</u>	I	By Spouse
	05/30/2006	P	200	A		136,040	I	By Spouse



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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.

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.