

MENDEZ JOHN M
Form 4
February 02, 2006

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 *
MENDEZ JOHN M

2. Issuer Name and Ticker or Trading Symbol
FIRST COMMUNITY
BANCSHARES INC /NV/ [FCBC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/31/2006

Director 10% Owner
 Officer (give title below) Other (specify below)
President & CEO

FIRST COMMUNITY
BANCSHARES INC, P.O. BOX 989

(Street)

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

BLUEFIELD, VA 24605-0989

(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 Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	01/31/2006		M	A	\$ 13.94	1,847	D
Common Stock	01/31/2006		S	D	\$ 34.3711	1,316	D
Common Stock	02/01/2006		M	A	\$ 13.94	1,500	D
Common Stock	02/01/2006		S	D	\$ 34.25	1,316	D
Common Stock	02/02/2006		M	A	\$ 13.94	1,925	D

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Common Stock	02/02/2006	S	609	D	\$ 34.0378	1,316	D	
Common Stock						18,058.058	I	By Employee Stock Ownership and Savings Plan

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

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(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. Price of Derivative Security (Instr. 5)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 19.8					(1)	(1)	Common Stock	14,108	
Stock Option	\$ 16					(1)	(1)	Common Stock	14,108	
Stock Option	\$ 13.94	01/31/2006		M	531	(1)	(1)	Common Stock	531	\$ 0
Stock Option	\$ 13.94	02/01/2006		M	184	(1)	(1)	Common Stock	184	\$ 0
Stock Option	\$ 13.94	02/02/2006		M	609	(1)	(1)	Common Stock	609	\$ 0
Stock Option	\$ 24.65					(1)	(1)	Common Stock	14,108	
Stock Option	\$ 29.15					(1)	(1)	Common Stock	14,108	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MENDEZ JOHN M FIRST COMMUNITY BANCSHARES INC P.O. BOX 989 BLUEFIELD, VA 24605-0989	X		President & CEO	

Signatures

John M. Mendez by: Robert L. Schumacher (His Attorney-in-Fact)

02/02/2006

__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).

Option is exercisable for a period of 5 years after retirement (provided retirement occurs at or after age 62), disability or death. If

(1) employment is terminated other than by retirement at or after 62, disability or death vested options must be exercised within 90 days after the effective date of termination. Any option not exercised within such period shall be deemed cancelled.

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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