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COOPERATIVE BANKSHARES INC

Form 8-K

January 27, 2006

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): January 26, 2006

COOPERATIVE BANKSHARES, INC.
(Exact name of registrant as specified in charter)

| | | |
|--|--|--|
| NORTH CAROLINA (State or other jurisdiction of incorporation) | 0-24626 (Commission File Number) | 56-1886527 (IRS Employer Identification No.) |
|--|--|--|

201 MARKET STREET, WILMINGTON, NORTH CAROLINA 28401
(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: (910) 343-0181

NOT APPLICABLE
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 2.02 RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

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On January 27, 2006, Cooperative Bankshares, Inc. (the "Company") issued a press release announcing its unaudited financial results for the fourth quarter and year ended December 31, 2005. A copy of the press release is attached to this Report as Exhibit 99.1 and is incorporated herein by reference. Also attached to this Report as Exhibit 99.2, and incorporated herein by reference, is additional financial information for the period.

ITEM 7.01 REGULATION FD DISCLOSURE.

On January 26, 2006, the Company announced that President and Chief Executive Officer Frederick Willetts, III will be a guest speaker at the Southeast 2006 Super-Community Bank Conference in Atlanta.

The full text of the Company's press release dated January 26, 2006, issued in connection with the announcement, is attached as Exhibit 99.3 and incorporated herein by reference.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

| Number | Description |
|--------|--------------------------------------|
| ----- | ----- |
| 99.1 | Press Release dated January 27, 2006 |
| 99.2 | Additional Financial Information |
| 99.3 | Press Release dated January 26, 2006 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COOPERATIVE BANKSHARES, INC.

/s/ Todd L. Sammons

Todd L. Sammons
Senior Vice President and Chief Financial
Officer

Date: January 27, 2006