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): April 5, 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

201 Market Street, Wilmington, North Carolina 28401

(IRS Employer Identification No.)

(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))

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Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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Item 7.01 Regulation FD Disclosure.

Beginning April 5, 2006, Cooperative Bankshares, Inc. (the Company) will make available to analysts and prospective investors a slide presentation. The slides summarize a presentation that Frederick Willetts, III, the Company s Chairman and President, will make at the SouthEast Invest 2006 Conference on April 6, 2006 in Durham, North Carolina. Pursuant to Regulation FD, the presentation materials are attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Number Description

99.1 Presentation Materials

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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: April 5, 2006