This Amendment Number 4 is filed by William A. Fickling, Jr. (the "Reporting Person") with respect to the Schedule 13D filed on August 13, 1993 (the "Schedule") by the Reporting Person relating to the shares of Charter Medical Corporation.
the common stock, $0.25 par value (the "Common Stock"), of Charter
Medical Corporation, a Delaware corporation (the "Company"). The
Schedule was filed to report among other things that the Reporting
Person was deemed to have acquired beneficial ownership of a number of
shares of the Common Stock when employee stock options under the
Company's 1992 Stock Option Plan became exercisable. Amendment Number 1
to the Schedule was filed on December 6, 1993 to report among other
things the partial exercise of the employee stock options, and the
disposition of a number of the shares received from such option
exercise. Amendment Number 2 to the Schedule was filed on January 6, 1994 to report among other things the additional exercise of the
employee stock options, and the disposition of a number of the shares.
Amendment Number 3 to the Schedule was filed on March 7, 1994 to report
among other things the additional disposition of a number of the shares
of the Common Stock by the Reporting Person. This Amendment Number 4 to
the Schedule is filed to report the disposition of a number of the
shares of the Common Stock by the Reporting Person, and the cessation by
the Reporting Person of beneficial ownership of more than five percent
of the shares of Common Stock. Because the Reporting Person has ceased
to be a greater than five percent shareholder, no further amendments to
the Schedule are expected to be filed. The Schedule is hereby amended
with respect to the Reporting Person as follows:

ITEM 4. PURPOSE OF TRANSACTION

On December 3, 1993, the Reporting Person exercised employee stock
options granted under the Company's 1992 Stock Option Plan convertible
into 326,000 shares of the Common Stock at the exercise price of $0.25
per share. The Company withheld 87,221 shares of the Common Stock
issuable upon such option exercise at an effective price of $24.50 per
share as payment of the total exercise price of the acquired Common
Stock, and in satisfaction of substantially the full amount of State and
Federal income taxes required to be withheld as a result of such option
exercise. This transaction resulted in the actual issuance to the
Reporting Person of 238,779 shares of Common Stock. During the month of
December 1993, the Reporting Person sold the 238,779 shares in open
market transactions.

On December 29, 1993, the Reporting Person exercised additional employee
stock options granted under the Company's 1992 Stock Option Plan
convertible into 1,894,336 shares of the Common Stock at the exercise
price of $0.25 per share. The Company withheld 487,589 shares of the
Common Stock issuable upon such option exercise at an effective price of
$24.9375 per share in satisfaction of substantially the full amount of
State and Federal income taxes required to be withheld as a result of such option
exercise. This transaction resulted in the actual issuance to the
Reporting Person of 1,406,747 shares of Common Stock. On January
7, 1994 and thereafter from time to time during the period beginning
January 21, 1994 and ending February 9, 1994, and the period beginning
February 23, 1994 through March 4, 1994, the Reporting Person sold in
the aggregate 506,747 shares of Common Stock in open market
transactions.

From time to time during the period beginning March 8, 1994 and ending
March 15, 1994, and the period beginning May 3, 1994 through the date
hereof, the Reporting Person sold in the aggregate 252,500 shares of
Common Stock in open market transactions.

The Reporting Person intends to evaluate the extent of his holdings of
Common Stock from time to time as may be appropriate in light of the
Company's business affairs and financial position, conditions in the
securities markets, and the Reporting Person's personal financial
position, and as a result of such reviews may from time to time dispose
of beneficial ownership of shares of Common Stock in open market or
negotiated transactions.

The Reporting Person resigned from service on the Company's Board of
Directors effective as of December 1, 1993.

Except as set forth in this Item 4, the Reporting Person has no present
plans or proposals that relate to or that would result in any of the
actions specified in clauses (a) through (j) of Item 4 of Exchange Act
Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER
(a) Following the transactions reported in Item 4 and in paragraph (c) of this Item 5, the Reporting Person is the beneficial owner of 1,099,551 shares of Common Stock, constituting 4.11% of the shares of Common Stock treated as outstanding under Exchange Act Rule 13d-3(d)(1) as of April 29, 1994.

(b) The Reporting Person has sole voting and investment power with respect to 1,081,026 shares of Common Stock. Other than as reported in the foregoing sentence, the Reporting Person disclaims beneficial ownership of 56,934 of such shares, which are held in trusts. The Reporting Person has sole investment power with respect to 18,525 shares of Common Stock which he has the right to acquire within sixty days, but has no voting power with respect to such shares until the right to acquire such shares is exercised.

The Reporting Person may be deemed to have or share beneficial ownership over 20,076 shares of Common Stock beneficially owned by the Reporting Person's spouse, but the Reporting Person hereby disclaims beneficial ownership of such shares.

(c) Through brokerage transactions effected on the American Stock Exchange, the Reporting Person sold in the aggregate 252,500 shares of Common Stock over which he held both voting and investment control. The sales were effected as follows:

<table>
<thead>
<tr>
<th>Date</th>
<th>Number of Shares</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>March 8, 1994</td>
<td>20,000</td>
<td>$26.549</td>
</tr>
<tr>
<td>March 9, 1994</td>
<td>13,000</td>
<td>26.692</td>
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<td>March 10, 1994</td>
<td>8,200</td>
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<td>March 14, 1994</td>
<td>12,700</td>
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<td>March 15, 1994</td>
<td>58,600</td>
<td>26.314</td>
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<td>May 3, 1994</td>
<td>10,000</td>
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</tr>
<tr>
<td>May 3, 1994</td>
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<td>24.750</td>
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<td>7,900</td>
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<td>May 25, 1994</td>
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<td>June 6, 1994</td>
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<td>24.399</td>
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<tr>
<td>June 6, 1994</td>
<td>10,000</td>
<td>24.381</td>
</tr>
</tbody>
</table>

(d) All of the 252,500 shares of Common Stock sold by the Reporting Person were subject to pledge agreements securing certain indebtedness of the Reporting Person with certain of the Reporting Person's creditors.

Of the 252,500 shares of Common Stock sold, 112,500 shares of the Common Stock were subject to a certain pledge agreement with Trust Company Bank of Middle Georgia, N.A. In addition, 894,613 issued and outstanding shares of the Common Stock beneficially owned by the Reporting Person continue to be subject to such pledge agreement. Pursuant to such pledge agreement, Trust Company Bank of Middle Georgia, N.A., as agent for such creditors, will distribute any dividends on and the net proceeds from any sale of such shares, after the payment of certain taxes, to each such creditor pro-rata on the basis of the amount of the Reporting Person's then outstanding indebtedness to such creditor relevant to that of all such creditors. An additional 13,894 shares of Common Stock beneficially owned by the Reporting Person that are issuable upon the exercise of certain options are also subject to the arrangement with Trust Company Bank of Middle Georgia, N.A.

In addition, 128,389 shares of issued and outstanding Common Stock beneficially owned by the Reporting Person continue to be subject to another pledge agreement securing certain indebtedness of the Reporting
Person, under which the pledgee has the right to receive any dividends on and the net proceeds from any sale of such shares.

(e) On March 8, 1994, the Reporting Person ceased to be the beneficial owner of more than five percent of the shares of Common Stock treated as outstanding under Exchange Act Rule 13d-3(d)(1) as of December 31, 1993.

SIGNATURE

After reasonable inquiry and to the best knowledge and belief of the undersigned, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Dated: June 9, 1994 /s/WILLIAM A. FICKLING, JR.
WILLIAM A. FICKLING, JR.