

MDC HOLDINGS INC
Form 8-K
January 31, 2007

Table of Contents

**UNITED STATES
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 29, 2007

M.D.C. Holdings, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|--|--------------------------|--------------------------------------|
| Delaware | 1-8951 | 84-0622967 |
| (State or other jurisdiction of incorporation) | (Commission file number) | (I.R.S. employer identification no.) |

4350 South Monaco Street, Suite 500, Denver, Colorado 80237

(Address of principal executive offices) (Zip code)

Registrant's telephone number, including area code: (303) 773-1100

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))
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TABLE OF CONTENTS

ITEM 8.01 OTHER EVENTS

2

Table of Contents

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On and effective as of January 29, 2007, the following subsidiaries of M.D.C. Holdings, Inc. (the Company) were released concurrently from their guaranty obligations under (1) the Company s Second Amended and Restated Credit Agreement dated March 22, 2006 and (2) the Company s senior notes (including the 7.0% Senior Notes due 2012, the 5.5% Senior Notes due 2013, the 5.375% Medium Term Senior Notes due 2014 and the 5.375% Medium Term Senior Notes due 2015) and the respective senior note indentures:

RAH of Texas, LP

RAH Texas Holdings, LLC

Richmond American Homes of Texas, Inc.

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 thereunto duly authorized.

M.D.C. HOLDINGS, INC.

Dated: January 31, 2007

By: /s/ Joseph H. Fretz
Joseph H. Fretz
Secretary and Corporate Counsel