#### 21ST CENTURY HOLDING CO

Form 4

February 01, 2008

### FORM 4

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287 January 31,

0.5

Expires:

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**OMB APPROVAL** 

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subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

2. Issuer Name and Ticker or Trading Symbol

Issuer

Braun Michael H

21ST CENTURY HOLDING CO

(Check all applicable)

5. Relationship of Reporting Person(s) to

[TCHC]

(Last)

(Middle)

(Zip)

3. Date of Earliest Transaction

\_X\_ Director X\_ Officer (give title

10% Owner Other (specify

3661 WEST OAKLAND PARK

(First)

BLVD, SUITE 300

(Month/Day/Year)

Filed(Month/Day/Year)

01/30/2008

below)

below) Chief Operating Officer

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) \_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

LAUDERDALE LAKES, FL 33311 (State)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Ownership Indirect (I) (Instr. 4) (Instr. 4)

Reported (A) Transaction(s)

or (Instr. 3 and 4)

Common

Stock

Code V Amount (D) Price

12,075 D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactic Code (Instr. 8)	5. Num Securit Acquire (A) or Dispose (D) (Instr. 3 and 5)	vative ies ed	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 12.58	01/30/2008		A	4,500		01/30/2009(1)	01/30/2014	Common Stock	500
Options	\$ 9.167						06/04/2003(2)	06/04/2008	Common Stock	15,000
Options	\$ 16						09/14/2006(1)	09/14/2011	Common Stock	5,000
Options	\$ 15.79						12/05/2006(1)	12/05/2011	Common Stock	20,000
Options	\$ 16.59						10/25/2008(1)	10/25/2013	Common Stock	5,000
Options	\$ 14.36						11/08/2008(1)	11/08/2013	Common Stock	20,000
Options	\$ 13.17						12/06/2008(1)	12/06/2013	Common Stock	500

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# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Braun Michael H						
3661 WEST OAKLAND PARK BLVD	X		Chief Operating Officer			
SUITE 300	21		emer operating officer			
LAUDERDALE LAKES, FL 33311						

# **Signatures**

Michael H. Braun	01/31/2008		
**Signature of	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).

(1) The options vest 20% per year.

Reporting Owners 2

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#### (2) The options are fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.