

LAWSON EDWARD J

Form 4

April 20, 2007

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See* Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

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

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
LAWSON EDWARD J

2. Issuer Name **and** Ticker or Trading  
Symbol  
21ST CENTURY HOLDING CO  
[TCHC]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

3661 WEST OAKLAND PARK  
BLVD., SUITE 300

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/19/2007

☐ Director ☒ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
President, CEO & Chairman

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting  
Person

LAUDERDALE LAKES, FL 33311

(City) (State) (Zip)

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

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |         |                                           |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|---------|-------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                          | Amount                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |         |                                           |
| Common<br>Stock                       | 04/20/2007                              |                                                             | G                                       | V                                                                          | 7,500                                                                                                              | D                                                                    | 11                                                                | 520,716 | D                                         |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    |                                                                      |                                                                   | 233,465 | I                                         |
| Common<br>Stock                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    |                                                                      |                                                                   | 10,000  | I                                         |
|                                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    |                                                                      |                                                                   |         | Held by<br>spouse,<br>Michele V<br>Lawson |
|                                       |                                         |                                                             |                                         |                                                                            |                                                                                                                    |                                                                      |                                                                   |         | Held by<br>daughter                       |

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5.<br>Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |  | 8.<br>Amount or<br>Number of<br>Shares |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|--------------------|---------------------------------------------------------------------|--|----------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                             | Date Exercisable                                               | Expiration<br>Date | Title                                                               |  | Amount or<br>Number of<br>Shares       |
| Options                                             | \$ 15.79                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/05/2006 <sup>(2)</sup>                                      | 12/05/2011         | Common<br>Stock                                                     |  | 100,000                                |
| Options                                             | \$ 27.79                                                              |                                         |                                                             |                                         |                                                                                                                       | 12/15/2007 <sup>(3)</sup>                                      | 12/15/2011         | Common<br>Stock                                                     |  | 25,000                                 |

## Reporting Owners

| Reporting Owner Name / Address                                                           | Relationships |           |                           |       |
|------------------------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
|                                                                                          | Director      | 10% Owner | Officer                   | Other |
| LAWSON EDWARD J<br>3661 WEST OAKLAND PARK BLVD., SUITE 300<br>LAUDERDALE LAKES, FL 33311 | X             | X         | President, CEO & Chairman |       |

## Signatures

Edward J.  
Lawson 04/20/2007

\_\_Signature of  
Reporting Person 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) Shares gifted.

(2) The options vest 20% per year.

(3) The options vest 100% one year after grant date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

## Edgar Filing: LAWSON EDWARD J - Form 4

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