Young Stephen C Form 4 March 05, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31,

2005 Estimated average

10% Owner

Other (specify

burden hours per response... 0.5

Expires:

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

1(b).

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person *

Young Stephen C

BLVD., SUITE 300

(City)

Stock

2. Issuer Name and Ticker or Trading

Symbol

21ST CENTURY HOLDING CO

[TCHC]

(Last) (First) (Middle)

3661 WEST OAKLAND PARK

3. Date of Earliest Transaction

(Month/Day/Year)

Director X_ Officer (give title

below) below) 03/04/2008 President

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

(Check all applicable)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

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

Issuer

LAUDERDALE LAKES, FL 33311 (State)

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (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 Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(A)

or

Common

(Zip)

34,800 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. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	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 Share
Options	\$ 13.07	03/04/2008		A	10,000	03/04/2009(1)	03/04/2014	Common Stock	10,000
Options	\$ 16					12/05/2006(1)	12/05/2011	Common Stock	500
Options	\$ 15.75					09/01/2007(1)	09/01/2012	Common Stock	5,000
Options	\$ 11.33					05/22/2008(1)	05/22/2013	Common Stock	5,000
Options	\$ 16.59					10/25/2008(1)	10/25/2013	Common Stock	5,000
Options	\$ 13.17					12/06/2008(1)	12/06/2013	Common Stock	500

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips				
.	Director	10% Owner	Officer	Other	
Young Stephen C					
3661 WEST OAKLAND PARK BLVD.			President		
SUITE 300	1103		Fiesidelit		
LAUDERDALE LAKES, FL 33311					

Signatures

Stephen C Young	03/05/2008		
**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) The options vest 20% per year.

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.

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