21ST CENTURY HOLDING CO

Form 4

November 21, 2005

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average

OMB APPROVAL

burden hours per

response...

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

Check this box

obligations may continue. See Instruction

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 * WIDDICOMBE RICHARD A

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)

3. Date of Earliest Transaction (Month/Day/Year) 11/17/2005

Director

10% Owner Officer (give title __X_ Other (specify

3661 WEST OAKLAND PARK BLVD, SUITE 300

below) below) Recent Resign Director & CEO

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Filed(Month/Day/Year)

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

LAUDERDALE LAKES, X1 33311

(Street)

| (City) | (State) | (Zip) Tabl | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | |
|--------------------------------------|---|---|---|------------|--|--|---|---|--|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Common Stock | 11/17/2005 | | Code V X | Amount 900 | (D) | Price \$ 12.34 | 91,750 | D | |
| Common Stock | 11/17/2005 | | X | 100 | D | \$ 12.36 | 91,650 | D | |
| Common Stock | 11/17/2005 | | X | 5,000 | D | \$ 12.38 | 86,650 | D | |
| Common Stock | 11/17/2005 | | X | 8,796 | D | \$ 12.4 | 77,854 | D | |
| Common Stock | 11/17/2005 | | X | 3,004 | D | \$ 12.41 | 74,850 | D | |

Edgar Filing: 21ST CENTURY HOLDING CO - Form 4

| Common Stock | 11/17/2005 | X | 500 | D | \$ 12.42 | 74,350 | D | |
|-----------------|------------|---|--------|---|-------------|--------|---|-----------------------------------|
| Common Stock | 11/17/2005 | X | 3,800 | D | \$ 12.45 | 70,550 | D | |
| Common Stock | 11/17/2005 | X | 200 | D | \$ 12.46 | 70,350 | D | |
| Common Stock | 11/17/2005 | X | 1,100 | D | \$ 12.47 | 69,250 | D | |
| Common Stock | 11/17/2005 | X | 11,100 | D | \$ 12.5 | 58,150 | D | |
| Common Stock | 11/17/2005 | X | 100 | D | \$ 12.51 | 58,050 | D | |
| Common Stock | 11/17/2005 | X | 1,000 | D | \$ 12.52 | 57,050 | D | |
| Common Stock | 11/17/2005 | X | 1,000 | D | \$ 12.54 | 56,050 | D | |
| Common Stock | 11/17/2005 | X | 1,400 | D | \$ 12.55 | 54,650 | D | |
| Common Stock | 11/17/2005 | X | 1,000 | D | \$ 12.61 | 53,650 | D | |
| Common Stock | 11/17/2005 | X | 100 | D | \$ 12.62 | 53,550 | D | |
| Common Stock | 11/17/2005 | X | 1,300 | D | \$ 12.75 | 52,250 | D | |
| Common Stock | | | | | | 3,083 | I | held jointly with spouse |

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 | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number of | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|-----------------------|----------------|-------------------------|------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | TransactionDerivative | | Expiration Date | Underlying Securities |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | Acquired (A) | | |
| | Derivative | | | | or Disposed of | | |
| | Security | | | | (D) | | |
| | | | | | (Instr. 3, 4, | | |
| | | | | | and 5) | | |
| | | | | | | | |

Edgar Filing: 21ST CENTURY HOLDING CO - Form 4

Code V (A) (D) Date Expiration Title Amount Exercisable Date or

or Number of Shares

Options \$8.333 11/17/2005 X 40,400 06/04/2003 06/04/2008 Common Stock 40,400

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WIDDICOMBE RICHARD A 3661 WEST OAKLAND PARK BLVD, SUITE 300 LAUDERDALE LAKES, X1 33311

Recent Resign Director & CEO

Signatures

Richard A.

Widdicombe 11/21/2005

**Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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.

Reporting Owners 3

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).