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21ST CENTURY HOLDING CO

Form 3 June 26, 2007

FORM 3

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

OMB APPROVAL

OMB Number:

3235-0104

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January 31, 2005

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting

Person *

A Krayer Anthony C III

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

06/25/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

21ST CENTURY HOLDING CO [TCHC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

5. If Amendment, Date Original

Filed(Month/Day/Year)

3661 WEST OAKLAND PARK BLVD., SUITE 300

(Street)

X Director Officer

10% Owner Other (give title below) (specify below)

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. FLÂ 33311

> (City) (State)

1. Title of Security

(Instr. 4)

(Zip)

2. Amount of Securities

Beneficially Owned

(Instr. 4)

(I)

Ownership Form:

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (Instr. 5)

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

SEC 1473 (7-02)

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.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. 5. Conversion or Exercise Price of

Ownership Form of Ownership Derivative

6. Nature of Indirect Beneficial

Date Exercisable Expiration

Date

Title

Amount or Number of Shares

Derivative Security

(Instr. 5) Security: Direct (D) or Indirect

(I)

(Instr. 5)

Common Â 06/25/2008<u>(1)</u> 06/25/2013 **Options** 10,000 \$ 11.11 D Stock

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Reporting Owners

Relationships Reporting Owner Name / Address

Director 10% Owner Officer Other

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Krayer Anthony C III

3661 WEST OAKLAND PARK BLVD.

SUITE 300

LAUDERDALE LAKES, FLÂ 33311

Signatures

/s/ Anthony C.

06/25/2007 Krayer, III

**Signature of Reporting Person

Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 5(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) Options vest 20% per year beginning June 25, 2008

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 2