MIZEL LARRY A Form 4

April 19, 2012

FORM 4

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

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obligations

Check this box

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. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Stock \$.01

Par Value Common

Stock \$.01

Par Value

(Print or Type Responses)

	1. Name and Ad MIZEL LAR	2. Issuer Name and Ticker or Trading Symbol						5. Relationship of Reporting Person(s) to Issuer					
			MDC Ho			_	IDC:	(Check all applicable)					
4350 S. MONACO STREET, SUITE 500				3. Date of Earliest Transaction (Month/Day/Year) 04/18/2012						_X_ Director _X_ 10% Owner _X_ Officer (give title Other (specify below) Chairman of the Board and CEO			
(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
	DENVER, C								Form filed by More than One Reporting Person				
	(City)	(State) (Z	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owne										
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution	med on Date, if Day/Year)	3. Transa Code (Instr.		4. Securi nAcquired Disposed (Instr. 3,	(A) of (D))	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 \$.01 Par Value	04/18/2012			G	V	100	D	\$ 0	4,972,737	I	By Ari Capital Partners, LLLP (1)	
	Common											By 4017b	

By 401(k)

By CGM

Capital,

LLLP (3)

3,450

1,362,214

220,000

I

I

D

Common Stock \$.01 Par Value

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)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

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. Transa Code (Instr.	8)	5. nNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)
				Code	V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
MIZEL LARRY A 4350 S. MONACO STREET SUITE 500 DENVER, CO 80237	X	X	Chairman of the Board and CEO					
A1 .								

Signatures

Joseph H. Fretz, Attorney-in-Fact 04/19/2012

**Signature of Reporting Person

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) On April 18, 2012, Ari Capital Partners, LLLP ("Ari Capital") transferred 100 shares by gift to a third party. Reporting Person may be deemed to have beneficial ownership of the shares held by Ari Capital. The sole general partner of Ari Capital is CVentures, Inc. ("CVentures"), a corporation, which has approximately a 1% partnership interest in Ari Capital. Reporting Person is the beneficiary of

Reporting Owners 2

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various trusts which own 50.6885% of the stock of CVentures. Also, Reporting Person is a director and president of CVentures and may be deemed to control the other 49.3115% of the common stock of CVentures. A trust, of which Reporting Person is the sole beneficiary, is the sole limited partner of Ari Capital, and has a 99% partnership interest in Ari Capital. Reporting Person and Reporting Person's spouse are trustees of the trust.

- (2) Shares are held in Reporting Person's 401(k) Savings Plan account which changes on a daily basis.
 - Reporting Person may be deemed to have beneficial ownership of these shares held by CGM Capital LLLP ("CGM Capital"). The general partner of CGM Capital is CVentures, and has a 1% equity interest in CGM Capital. A trust, of which Reporting Person's spouse is the
- sole beneficiary, is the limited partner of CGM Capital, and has a 99% equity interest in CGM Capital. Reporting Person is a trustee of this trust.

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.