

COLONIAL COMMERCIAL CORP  
Form 4  
August 13, 2008

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GOLDMAN MICHAEL

2. Issuer Name and Ticker or Trading Symbol  
COLONIAL COMMERCIAL CORP [CCOM]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
275 WAGARAW ROAD  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
08/11/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chairman of the Board

HAWTHORNE, NJ 07506

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

(City) (State) (Zip)

**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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	08/11/2008		P	2,500 A \$ 0.8	185,500 <sup>(1)</sup>	D	
Common Stock	08/12/2008		P	2,500 A \$ 0.8	188,000 <sup>(1)</sup>	D	
Common Stock					979,255	I	By Goldman Associates of New York, Inc. <sup>(2)</sup>

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Convertible Preferred Stock	(3)	08/12/2008		P	22,700	(4) (5)		Common Stock	22,700
Convertible Preferred Stock	(3)	08/12/2008		P	9,500	(4) (5)		Common Stock	9,500
Convertible Preferred Stock	(3)	08/12/2008		P	48,000	(4) (5)		Common Stock	48,000
Convertible Preferred Stock	(3)	08/13/2008		P	10,500	(4) (5)		Common Stock	10,500
Warrant	\$ 3					07/30/2004 12/31/2008		Common Stock	150,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

GOLDMAN MICHAEL  
275 WAGARAW ROAD  
HAWTHORNE, NJ 07506

X

X

Chairman of the Board

## Signatures

Michael  
Goldman

08/13/2008

  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) Excludes 20,000 shares owned by Mr. Goldman's wife. Mr. Goldman disclaims beneficial ownership of said shares.
- (2) Represents Mr. Goldman's interest in Goldman Associates of New York, Inc. ("Goldman Associates"). Mr. Goldman is the president and majority shareholder of Goldman Associates.
- (3) One-for-one
- (4) Immediately
- (5) There is no expiration date for Convertible Preferred Stock.

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

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