

GOLDMAN MICHAEL
Form 4/A
March 04, 2011

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)
03/01/2011

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)
03/03/2011

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	03/01/2011		P		1,440,000	A	\$ 0.5
Common Stock					247,009 ⁽²⁾	D	

By
Goldman Associates
(1)

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

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SEC 1474 (9-02)

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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 of Underlying Securities (Instr. 3 and 4)	8. Price or Value of Underlying Securities (Instr. 3 and 4)
Convertible Preferred Stock	(3)					(4) (5)	Common Stock	91,065

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
03/04/2011
**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).
- Mr. Goldman owns 48% of Goldman Associates of New York, Inc. ("Goldman Associates") and controls Goldman Associates. Goldman Associates owns 3,979,255 shares of common stock in Colonial Commercial Corp. (the "Company"). This amended Form 4 reflects that
- (1) Mr. Goldman, through Goldman Associates, owns the pecuniary interest in 1,910,042 (48%) of these shares of common stock of the Company. Mr. Goldman, as president of Goldman Associates, has the sole voting and investment power over all 3,979,255 shares of common stock of the Company that are owned by Goldman Associates and is deemed to be the beneficial owner of these shares under Section 13(d) of the Securities Exchange Act of 1934.
 - (2) Excludes 20,000 shares owned by Mr. Goldman's wife. Mr. Goldman disclaims beneficial ownership of said shares.
 - (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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