

21ST CENTURY HOLDING CO  
Form 8-K  
December 19, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: December 15, 2006  
(Date of earliest event reported)

21ST CENTURY HOLDING COMPANY  
(Exact name of registrant as specified in its charter)

<u>Florida</u> (State or other jurisdiction of incorporation)	<u>0-2500111</u> (Commission File Number)	<u>65-0248866</u> (I.R.S. Employer Identification No.)
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3661 West Oakland Park Blvd., Suite  
300

<u>Lauderdale Lakes, FL</u> (Address of principal executive offices)	<u>33311</u> (Zip Code)
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Registrant's telephone number, including area code: (954) 581-9993

NOT APPLICABLE  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.02 Departure of Director or Principal Officers; Election of Directors; Appointment of Principal Officers**

(e) The Independent Directors Committee of 21<sup>st</sup> Century Holding Company (the “Company”), which acts as the Company’s Compensation Committee, has approved a stock option grant to purchase 25,000 shares of the Company’s common stock to Edward J. Lawson, the Company’s President and Chief Executive Officer. Mr. Lawson’s options have a grant date of December 15, 2006, an exercise price of \$27.79 per share, vest 100% on December 15, 2007 and expire on December 15, 2011.

The Independent Directors Committee also approved a salary increase for Mr. J. Gordon Jennings, III, the Company’s Chief Financial Officer. Mr. Jennings annual salary was increased to \$143,850 from \$137,000.00 and will be effective as of January 1, 2007.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**21<sup>ST</sup> CENTURY HOLDING COMPANY**

Date: December 19, 2006

By: /s/ EDWARD J. LAWSON

Name: Edward J. Lawson

Title: Chief Executive Officer  
(Principal Executive Officer)