

21ST CENTURY HOLDING CO
Form 8-K
September 15, 2008

**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: September 12, 2008
(Date of earliest event reported)**

21ST CENTURY HOLDING COMPANY

(Exact name of registrant as specified in its charter)

**Florida
(State or other jurisdiction of
incorporation)**

**0-2500111
(Commission File Number)**

**65-0248866
(I.R.S. Employer Identification
No.)**

**3661 West Oakland Park Blvd., Suite 300
Lauderdale Lakes, FL
(Address of principal executive offices)**

**33311
(Zip Code)**

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)**

o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFT 240.13e-4(c))

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

(b) Edward J. Lawson resigned from the Board of Directors of 21st Century Holding Company (the “Company”) and all of its committees, effective as of September 15, 2008. Mr. Lawson is resigning for personal reasons and does not have any disagreements with the Company. The Company has not appointed a replacement director at this time.

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.

21ST CENTURY HOLDING COMPANY

Date: September 15, 2008

By: /s/ PETER J. PRYGELSKI, III

Name: Peter J. Prygelski, III

Title: Chief Financial Officer

(Principal Accounting and Financial Officer)