

Patel Paresh
Form 4
March 29, 2011

FORM 4

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

OMB APPROVAL

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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 *
Patel Paresh

(Last) (First) (Middle)

2340 DREW STREET, SUITE 200

(Street)

CLEARWATER, FL 33765

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Homeowners Choice, Inc. [HCII]

3. Date of Earliest Transaction (Month/Day/Year)
03/25/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | | (A) or (D) Price | | | |
| Common stock | | | | | 284,000 | D ⁽¹⁾ | |
| Common stock | | | | | 11,000 | D | |
| Common stock | | | | | 30,000 | D | |

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

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number.

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 Security (Instr. 3 and 4) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|---|--------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Warrant (Right to Buy) | \$ 9.1 ⁽²⁾ | | | | | ⁽²⁾ | 07/30/2013 | Common | 2,000 ⁽²⁾ |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 2.5 | | | | | ⁽⁴⁾ | 09/05/2017 | Common | 60,000 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 2.5 | | | | | ⁽⁵⁾ | 05/31/2017 | Common | 60,000 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 2.5 | | | | | ⁽⁶⁾ | 05/31/2017 | Common | 30,000 |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽⁸⁾ | | | | | 11/14/2008 | 07/30/2013 | Common | 1,400 ⁽⁸⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽¹⁰⁾ | | | | | ⁽¹⁰⁾ | 07/30/2013 | Common | 3,900 ⁽¹⁰⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽¹¹⁾ | | | | | 11/19/2008 | 07/30/2013 | Common | 2,050 ⁽¹¹⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽¹²⁾ | | | | | 11/20/2008 | 07/30/2013 | Common | 2,500 ⁽¹²⁾ |

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| | | | | | | | | | |
|---|--------------------|------------|---|--------|-------------|-------------|--------|--------|-------------|
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(13)</u> | | | | 11/25/2008 | 07/30/2013 | Common | 500 | 9 |
| Stock Warrant (Right to Buy) | \$ 9.1 <u>(14)</u> | | | | 12/09/2008 | 07/30/2013 | Common | 450 | 9 |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(15)</u> | | | | <u>(15)</u> | 07/30/2013 | Common | 930 | 9 |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(16)</u> | | | | 02/04/2009 | 07/30/2013 | Common | 401 | 9 |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(17)</u> | | | | 03/25/2009 | 07/30/2013 | Common | 750 | 9 |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(18)</u> | | | | 03/30/2009 | 07/30/2013 | Common | 500 | 9 |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(19)</u> | | | | 04/01/2009 | 07/30/2013 | Common | 2,200 | <u>(19)</u> |
| Series A Cumulative Redeemable Preferred Stock, no par value <u>(20)</u> | \$ 10 | 03/25/2011 | P | 10,000 | 03/25/2011 | <u>(21)</u> | Common | 10,000 | |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(22)</u> | | | | 05/06/2009 | 07/30/2013 | Common | 2,500 | <u>(22)</u> |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(23)</u> | | | | 05/11/2009 | 07/30/2013 | Common | 2,500 | <u>(23)</u> |
| Stock Warrant (Right to Buy) <u>(7)</u> | \$ 9.1 <u>(24)</u> | | | | <u>(24)</u> | 07/30/2013 | Common | 3,950 | <u>(24)</u> |

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| | | | | | |
|--|------------------------|------------|------------|--------|--------------------------|
| Stock Warrant (Right to Buy) | \$ 9.1 ⁽²⁵⁾ | 06/16/2010 | 07/30/2013 | Common | 5,000 ⁽²⁵⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽²⁶⁾ | 06/05/2009 | 07/30/2013 | Common | 1,300 ⁽²⁶⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽²⁷⁾ | 07/28/2009 | 07/30/2013 | Common | 1,020 ⁽²⁷⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽²⁸⁾ | 08/14/2009 | 07/30/2013 | Common | 2,500 ⁽²⁸⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽²⁹⁾ | 08/17/2009 | 07/30/2013 | Common | 2,500 ⁽²⁹⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽³⁰⁾ | 08/27/2009 | 07/30/2013 | Common | 2,500 ⁽³⁰⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽³¹⁾ | 09/01/2009 | 07/30/2013 | Common | 2,500 ⁽³¹⁾ |
| Stock Warrant (Right to Buy) ⁽⁷⁾ | \$ 9.1 ⁽³²⁾ | 09/04/2009 | 07/30/2013 | Common | 2,500 ⁽³²⁾ |
| Stock Warrant (Right to Buy) | \$ 9.1 ⁽³³⁾ | 05/20/2010 | 07/30/2013 | Common | 3,550 ⁽³³⁾ |
| Stock Warrant (Right to Buy) | \$ 9.1 ⁽³⁴⁾ | 06/02/2010 | 07/30/2013 | Common | 2,500 ⁽³⁴⁾ |
| Stock Warrant (Right to Buy) | \$ 9.1 ⁽³⁵⁾ | 06/03/2010 | 07/30/2013 | Common | 5,000 ⁽³⁵⁾ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Patel Paresh 2340 DREW STREET SUITE 200 CLEARWATER, FL 33765 | X | | Executive Chairman | |

Signatures

/s/ Cathy J. Welch as Attorney-in-fact for Paresh
Patel

03/29/2011

__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).

(1) Shares are held jointly with spouse.

(2) In connection with the Homeowners Choice, Inc. initial public offering ("IPO"), 4,000 units were purchased on 7/25/08 at a price of \$7.00 per unit, with each unit consisting of one share of common stock and one warrant. Two warrants may be exercised to acquire one share of common stock at an exercise price equal to \$9.10 per share. The warrants may be exercised any time after the closing of the IPO up to five years after the July 30, 2008 IPO closing date.

(3) The options were granted pursuant to the Homeowners Choice, Inc. 2007 Stock Option and Incentive Plan.

(4) These options vest and become immediately exercisable upon the fair market value of the Company's Common Stock reaching \$7.50 per share.

(5) Commencing on June 1, 2007 and continuing on the first day of each calendar month thereafter through and including January 1, 2010, the amount of 5,000 options will vest and become exercisable on each such monthly vesting date.

(6) Commencing on May 1, 2008 and continuing on the same day of each calendar year thereafter through and including May 1, 2010, the amount of 10,000 options will vest and become exercisable on each such annual vesting date.

(7) Acquired pursuant to a Section 10b5-1 purchase plan.

(8) 2,800 warrants were purchased on 11/14/08 at a price of \$0.3382 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

(9) Warrants are held in the reporting person's IRA.

(10) 3,800 warrants were purchased and exercisable on 11/18/08 and 4,000 warrants were purchased and exercisable on 4/6/2009 at a price of \$0.45 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

(11) 4,100 warrants were purchased on 11/19/08 at a price of \$0.35 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

(12) 5,000 warrants were purchased on 11/20/08 at a price of \$0.38 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

(13) 1,000 warrants were purchased on 11/25/08 at a price of \$0.40 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

(14) 900 warrants were purchased on 12/09/08 at a price of \$0.50 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

(15) 360 warrants were purchased on 2/2/09 and 1,500 warrants were purchased on 2/06/09 at a price of \$0.47 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

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- (16) 802 warrants were purchased on 2/4/09 at a price of \$0.47 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (17) 1,500 warrants were purchased on 3/25/09 at a price of \$0.42 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (18) 1,000 warrants were purchased on 3/30/09 at a price of \$0.49 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (19) 4,400 warrants were purchased on 4/01/09 at a price of \$0.475 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (20) Shares were purchased in connection with Homeowners Choice, Inc.'s ("HCI") offering of its 7% Series A Cumulative Redeemable Preferred Stock ("Series A Preferred"), which was completed on March 25, 2011. Each share of the Series A Preferred will be convertible, at the holder's option at any time, initially into one share of HCI's common stock based upon an initial conversion price of \$10.00 per share.
- (21) HCI may terminate this conversion right on or after March 31, 2014, if, for at least twenty trading days within any period of thirty consecutive trading days, the market price of HCI's common stock exceeds the conversion price of the Series A Preferred by more than 20% and HCI's common stock is then traded on the New York Stock Exchange, the NASDAQ Global Select Market, the NASDAQ Global Market, the NASDAQ Capital Market, or the NYSE Amex.
- (22) 5,000 warrants were purchased on 5/06/09 at a price of \$0.474 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (23) 5,000 warrants were purchased on 05/11/09 at a price of \$0.504 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (24) 5,000 warrants were purchased on 05/21/09 and 2,900 warrants were purchased on 05/28/09 at a price of \$0.50 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (25) 10,000 warrants were purchased on 06/16/10 at a price of \$0.45 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (26) 2,600 warrants were purchased on 06/05/09 at a price of \$0.5077 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (27) 2,050 warrants were purchased on 07/28/09 at a price of \$0.5834 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (28) 5,000 warrants were purchased on 08/14/09 at a price of \$0.6971 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (29) 5,000 warrants were purchased on 08/17/09 at a price of \$0.69 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (30) 5,000 warrants were purchased on 08/27/09 at a price of \$0.70 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (31) 5,000 warrants were purchased on 09/01/09 at a price of \$0.60 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (32) 5,000 warrants were purchased on 09/04/09 at a price of \$0.70 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (33) 7,100 warrants were purchased on 5/20/10 at a price of \$0.60 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (34) 5,000 warrants were purchased on 06/02/10 at a price of \$0.46 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.
- (35) 10,000 warrants were purchased on 06/03/10 at a price of \$0.50 per warrant. Two warrants may be exercised to acquire one share of the Company's common stock at an exercise price equal to \$9.10 per share.

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.