

Homeowners Choice, Inc.  
Form 8-A12B/A  
July 23, 2008

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

**FORM 8-A/A**  
**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES PURSUANT**  
**TO SECTION 12(b) OR 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**

**HOMEOWNERS CHOICE, INC.**

(Exact name of registrant as specified in its charter)

**Florida**  
(State of incorporation or organization)

**20-5961396**  
(I.R.S. Employer Identification No.)

**145 N.W. Central Park Plaza, Suite 115, Port St. Lucie, FL**  
(Address of principal executive offices)

**34986**  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class

Name of each exchange on which each class

to be so registered

is to be registered

Units, with each Unit consisting of one share of  
common stock and one warrant.

The NASDAQ Stock Market LLC

Common Stock, no par value

The NASDAQ Stock Market LLC

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Warrants to purchase common stock

The NASDAQ Stock Market LLC

If this form relates to the registration of a class of

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securities pursuant to Section 12(b) of the

securities pursuant to Section 12(g) of the

Exchange Act and is effective pursuant to General

Exchange Act and is effective pursuant to General

Instruction A.(c), check the following box.

Instruction A.(d), check the following box.

Securities Act registration statement file number to which this form relates: 333-150513

Securities to be registered pursuant to Section 12(g) of the Act:

**None**

**(Title of class)**

**(Title of class)**

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**INFORMATION REQUIRED IN REGISTRATION STATEMENT**

**Item 1. Description of Registrant's Securities to be Registered.**

The description of the units, the common stock, no par value, and the warrants of Homeowners Choice, Inc., a Florida corporation (the Registrant) to be registered hereunder is contained under the caption "Description of Capital Stock" in the Prospectus constituting a part of the Registrant's Registration Statement on Form S-1 filed by the Registrant with the Securities and Exchange Commission on April 30, 2008, as amended from time to time (the "Registration Statement"), which description is incorporated herein by reference.

**Item 2. Exhibits.**

| <b>Exhibit No.</b> | <b>Description</b>  |
|--------------------|---|
| 3.1*               | Articles of Incorporation for Homeowners Choice, Inc., as amended.  |
| 3.2*               | Bylaws of Homeowners Choice, Inc., as amended.  |
| 4.1*               | Form of Common Stock Certificate.   |
| 4.2*               | Form of Warrant Agreement between Homeowners Choice, Inc. and American Stock Transfer & Trust Company, LLC. |
| 4.3*               | Form of Warrant Certificate.  |
| 4.4*               | Form of Warrant Agreement between Homeowners Choice, Inc. and Anderson & Strudwick, Incorporated.           |
| 4.5*               | Form of Warrant Certificate to be issued to Anderson & Strudwick, Incorporated as placement agent.          |
| 4.6*               | Form of Unit Certificate  |

\* Incorporated by reference to the corresponding exhibit filed with the Registration Statement (SEC File No. 333-150513), as amended from time to time.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**Homeowners Choice, Inc.**

Date: July 23, 2008

By: /s/ Francis McCahill, III  
Francis McCahill, III  
President & Chief Executive Officer  
(Principal Executive Officer)