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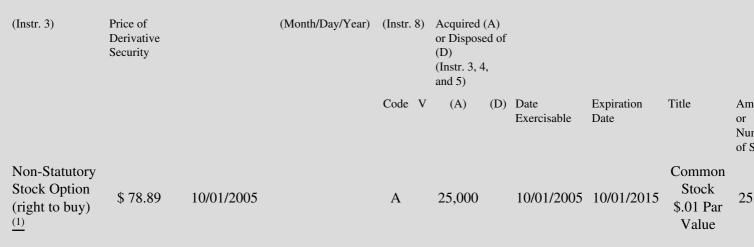
MDC HOLDING	SS INC									
Form 4										
October 03, 2005										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Workington D.C. 20549								PPROVAL 3235-0287		
Check this box	C C	Washington, D.C. 20549							January 31,	
if no longer subject to Section 16. Form 4 or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated burden hou	urs per	
Form 5 obligations may continue. See Instruction 1(b).	Section 17(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 Respo	nses)									
1. Name and Address of Reporting Person <u>*</u> GOLDSTEIN GILBERT /MDC/			2. Issuer Name and Ticker or Trading Symbol MDC HOLDINGS INC [MDC]				5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle)			3. Date of Earliest Transaction				(Check all applicable)			
4350 S. MONA(500	. , .	ŕ		Day/Year)	Tunsuetton		X Director Officer (giv below)		% Owner her (specify	
	(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)			l	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
DENVER, CO 8	80237						Form filed by Person	More than One R	eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
(Instr. 3) any		Execution	Date, if TransactionAcquired (A) Code Disposed of (I ay/Year) (Instr. 8) (Instr. 3, 4 and			(A) or of (D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)			
Reminder: Report or	n a separate line	e for each cla	ass of sec	urities bene	-	-	-			
					inform requir	ation cont ed to resp ys a curre	spond to the collect tained in this form ond unless the for ntly valid OMB co	are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amou
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Secur
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
GOLDSTEIN GILBERT /MDC/ 4350 S. MONACO STREET SUITE 500 DENVER, CO 80237	Х						
Signatures							
Joseph H. Fretz, Attorney-in-Fact	10/0	01/2005					

**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) Represents a stock option under the Company's Stock Option Plan for Non-Employee Directors which meets all of the requirements under Rule 16b-3.

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.