

NEW CENTURY EQUITY HOLDINGS CORP  
Form 8-A12G  
July 10, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

-----  
FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(b) OR 12(g) OF THE  
SECURITIES EXCHANGE ACT OF 1934

NEW CENTURY EQUITY HOLDINGS CORP.  
-----

(Exact Name of Registrant as Specified in Its Charter)

Delaware

74-2781950

-----  
(State of Incorporation or Organization)

(I.R.S. Employer Identification no.)

300 Crescent Court  
Suite 1110  
Dallas, Texas

75201

-----  
(Address of Principal Executive Offices)

(Zip Code)

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to general Instruction A.(c), please check the following box. / /

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. /X/

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

N/A

-----  
(If applicable)

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

Title of Each Class  
to be so Registered

Name of Each Exchange on Which  
Each Class is to be Registered

-----  
None

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

RIGHTS TO PURCHASE SERIES A JUNIOR PARTICIPATING PREFERRED STOCK, PAR VALUE  
\$0.01 PER SHARE, DISTRIBUTED PURSUANT TO RIGHTS AGREEMENT, DATED JULY 10, 2006

-----  
(Title of Class)  
-----

(Title of Class)