INITIAL STATEMENT OF 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

3235-0104 Number: January 31, Expires: 2005 Estimated average burden hours per response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person LEVIN ALAN B		2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol NATIONAL HOLDINGS CORP [NHLD.OB]				
(Last) (First)	(Middle)	07/01/2008		4. Relationship of Reporting Person(s) to Issuer			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting	
C/O VFINANCE, INC., 3010 NORTH MILITARY TRAIL, STE 300 (Street)				(Check all applicable) Director 10% Owner Officer Other (give title below) (specify below) Chief Financial Officer		Owner ow)		
BOCA RATON,Â						Person Form filed by More than One Reporting Person		
(City) (State)) (Zip)	Table I - Non-Derivative Securities Beneficially Owned					eficially Owned	
1.Title of Security (Instr. 4)			2. Amount of Beneficially ((Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Natu Owner (Instr.	•	
No securities are beneficially owned			0	D Â		Â		
ir re		oond to the co lined in this fo nd unless the	ollection of orm are not form displa	5	EC 1473 (7-02))		

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)
		(Instr. 4)	Price of	Derivative	
			Derivative	Security:	

Edgar Filing: LEVIN ALAN B - Form 3

Date Exercisable	Expiration Date	Title	Amount or Number of	Security	Direct (D) or Indirect
			Shares		(I) (Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
LEVIN ALAN B C/O VFINANCE, INC. 3010 NORTH MILITARY TRAIL, STE 300 BOCA RATON, FL 33431	Â	Â	Chief Financial Officer	Â		
Signatures						
Alan B. Levin (By Mark F. Coldwell, by Powe Attorney)	07/02/2008					
**Signature of Reporting Person						
Explanation of Responses	6:					
3010 NORTH MILITARY TRAIL, STE 300 BOCA RATON, FL 33431 Signatures Alan B. Levin (By Mark F. Coldwell, by Powe Attorney) <u>**Signature of Reporting Person</u>	er of			Â		

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

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.