FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Washington, D.C. 20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPRO              | JVAL                                  |
|------------------------|---------------------------------------|
| OMB Number:            | 3235-0287                             |
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| hours per response:    | 0.5                                   |
|                        | OMB Number:<br>Estimated average burd |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person* FOWLER JOHN MOORE |   |  |  |                              |  | 2. Issuer Name and Ticker or Trading Symbol INTERNATIONAL ASSETS HOLDING CORP [ IAAC ] |                                   |          |   |                            |               |           |                               |  |   | neck all                                  | tionship of Reporting<br>all applicable)<br>Director              |  |   | 10% O  | wner   |
|--|---|--|--|------------------------------|--|--|-----------------------------------|----------|---|----------------------------|---------------|-----------|-------------------------------|--|---|---|---|--|---|--|--|
|  | (Last) (First) (Middle) 329 PARK AVENUE NORTH SUITE 350               |  |  |                              |  |  |                                   | est Tran | sactior   | ı (Mo                      | nth/[         | Day/Year) |                               |  | elow  | r (give title<br>)                        |   | Other (<br>below)  | specify   |  |  |
| (Street) WINTEL  | R PARK FI   | . 4. 11                                    | 4. If Amendment, Date of Original Filed (Month/Day/Year) |                              |  |  |                                   |          |   |                            |               |           | e)<br><mark>X</mark> F        | orm  | or Joint/Group Filing (Check Applic<br>m filed by One Reporting Person<br>m filed by More than One Reporting<br>son |   |   | on   |   |  |  |
|  |   | Tab  | le I - Noi   | n-Deriv                      | ative                                  | Sec  | curiti                            | es Ac    | quire   | ed, I                      | Disi          | oosed (   | of, or                        | r Ben  | eficia  | lly Ov                                    | vne   | d  |   |  |  |
| 1. Title of Security (Instr. 3)                            |   |  | 2. Transa<br>Date<br>(Month/E                            | 2A. Deemed<br>Execution Date |  |  | 3.<br>Transaction<br>Code (Instr. |          |   | 4. Securities Acquired (A) |               |           |                               | 4 and Secui<br>Benet   |   | unt of<br>ies<br>ially<br>Following       | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) |  | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |  |
|  |   |  |  |                              |  |  | de                                | v        | Amount  |                            | (A) or<br>(D) | Price     | Tra                           |  | eported<br>ansaction(s)<br>str. 3 and 4)  |   |   | (Instr. 4)   |   |  |  |
| Common Stock   |   |  |  |                              |  |  |                                   |          |   |                            |               |           |                               |  |   | 20  |   | 6,500  |   | D  |  |
| Common Stock 0   |   |  |  | 06/11                        | 06/11/2010                             |  |                                   |          | I   | ,                          |               | 1,000     |                               | A  | \$16.0  | 53  | 2,000   |  |   |  | By<br>Spouse   |
|  |   | Т  | able II -  | Derivat<br>(e.g., p          |  |  |                                   |          |   |                            |               |           |                               |  |   | / Owr                                     | ned   |  |   | <u> </u>   |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)        | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemd<br>Execution<br>if any<br>(Month/Da            | Date,                        | 4.<br>Transactior<br>Code (Instr<br>8) |  |                                   |          | 6. Date Exercisal<br>Expiration Date<br>(Month/Day/Year |                            |               |           | Amou<br>Secu<br>Unde<br>Deriv | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |   | 8. Price<br>Deriva<br>Securi<br>(Instr. ! |   | 9. Number<br>derivative<br>Securities<br>Beneficiall<br>Owned<br>Following<br>Reported<br>Transactio<br>(Instr. 4) | y G<br>G<br>O<br>(I                                 | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |  |                              | Code                                   | v  | (A)                               | (D)      | Date<br>Exerci  | sable                      |               | opiration | Title                         |  | Amount<br>or<br>Number<br>of<br>Shares  | er  |   |  |   |  |  |
| Stock<br>Options   | \$6.35  |  |  |                              |  |  |                                   |          | 12/04/  | 2011                       | 12            | 2/04/2014 | Comi                          | mon  | 5,000   |   |   | 5,000  |   | D  |  |

**Explanation of Responses:** 

John M. Fowler

06/15/2010

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.