

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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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 * <u>CONFRANCESCO EDWARD R JR</u> (Last) (First) (Middle) 220 E. CENTRAL PARKWAY SUITE 2060 (Street) ALTAMONTE FL 32701 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INTERNATIONAL ASSETS HOLDING CORP [IAAC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) FORMER COO
	3. Date of Earliest Transaction (Month/Day/Year) 01/10/2005	
4. If Amendment, Date of Original Filed (Month/Day/Year)		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/10/2004		M		20,000	A	\$2.125	20,000	D	
Common Stock	01/10/2004		M		20,000	A	\$0.6	40,000	D	
Common Stock	01/10/2004		M		13,320	A	\$1.3	53,320	D	
Common Stock	01/10/2004		M		30,000	A	\$2.5	83,320	D	
Common Stock	01/10/2004		S		83,320	D	\$7	0	D	

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option	\$2.125	01/10/2004		X			20,000	12/22/2003	12/22/2010	Common Stock	20,000	\$2.125	0	D	
Stock Option	\$0.6	01/10/2004		X			20,000	12/22/2004	12/22/2011	Common Stock	20,000	\$0.6	0	D	
Stock Option	\$1.3	01/10/2004		X			13,320	12/06/2004	12/06/2012	Common Stock	13,320	\$1.3	6,680	D	
Stock Option	\$2.5	01/10/2004		X			30,000	03/07/2004	03/07/2013	Common	30,000	\$2.5	60,000	D	

Explanation of Responses:

Remarks:

Exercise of stock options and subsequent private sale.

Edward R. Cofrancesco

01/12/2005

** Signature of Reporting Person

Date

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

* 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.

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