## U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 4

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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(f) of the Investment Company Act of 1940

[ ] Check this box if no longer subject of Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).										
		of Reporting Person	======================================	====						
VE:		DIEGO	J.							
25	(Last) 0 PARK AVENUE SOL	(First)	(Middle)							
	(Street)									
WI		FL	32789							
-		(State)	(Zip)							
	2. Issuer Name and Ticker or Trading Symbol									
		S HOLDING CORPORATION								
	3. IRS or Social Security Number of Reporting Person (Voluntary)									
	4. Statement for Month/Year									
	MARCH, 2000									
5.	======================================									
	Relationship of Reporting Person to Issuer (Check all applicable)									
	[ X ] Director [ X ] Officer	(give title below)	[ X ] 10% Owner [ ] Other (specify below	')						
	CHIEF EXE	ECUTIVE OFFICER								
7.	Individual or Joint/Group Filing (Check Applicable Line) [X ] Form filed by One Reporting Person [ ] Form filed by More Than One Reporting Person									

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

	2.	3. Transaction Code	4. Securities Acc Disposed of (I (Instr. 3, 4 a	D)	) or	5. Amount of Securities Beneficially Owned at End	6. Owner- ship Form: Direct	7. Nature of Indirect Beneficial Ownership (Instr. 4)
1. Title of Security (Instr. 3)	Transaction Date (mm/dd/yy)	(Instr. 8) Code V	Amount	(A) or (D)	Price	of Month (Instr. 3 and 4)	(D) or Indirect (I) (Instr.4)	
INTERNATIONAL ASSETS HOLDING CORPORATION COMMON	03/24/00	D	48,909	A		538,006	I	BY THE DIEGO J. VEITIA FAMILY TRUST

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly  $\ensuremath{\mathsf{S}}$ 

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion of Exercise Price of Derivative Security	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)  Code V	5. Number of Derivative Securities Acquired (A) or Disposed of(D) (Instr. 3, 4 and 5)(A) (D)	Expirati (Month/D  Date Exer-	ay/Year)  Expira- tion	7. Title and of Underl Securitie (Instr. 3	ying es B and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
STOCK OPTION	\$2.273	03/24/00	J	24, 200	12/28/96	12/25/0	 5 COMMON	24,200		-0-	D	
STOCK OPTION	2.085	03/24/00	J	26,378	12/28/96	12/25/0	5 COMMON	26,378		26,378	D	
STOCK OPTION	\$1.50	03/24/00	J	77,000	11/02/99	11/02/0	8 COMMON	77,000		26,378	D	
STOCK OPTION	1.376	03/24/00	J	83,930	11/02/99	11/02/0	B COMMON	83,930		110,308	D	

Explanation of Response: To adjust exercise price of options and number of option shares due to stock dividend.

/S/DIEGO J. VEITIA	04/07/00
**Signature of Reporting Person	Date

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 provided is insufficient, see Instruction 6 for procedures.

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations.