FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	DVAL					
OMB Number:	3235-0287					
Estimated average burd	en					
hours per response:	0.5					

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

*		١,,,,																				
1. Name and Address of Reporting Person*  VEITIA DIEGO J							2. Issuer Name <b>and</b> Ticker or Trading Symbol  INTERNATIONAL ASSETS HOLDING									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
Y LITTA DILOO J						CORP [ IAAC ]								ctor		10% C	wner					
(Last) (First) (Middle)															X		(specify					
		3. 0	3. Date of Earliest Transaction (Month/Day/Year)										N	Ion-Execut	ive C	Chairman						
220 E. CENTRAL PARKWAY					05/08/2008																	
SUITE 2060																						
(Street) ALTAMONTE						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)							
SPRINGS FL 32701												/ ' *										
		.													e tnan	i One Rep	orting					
(Zip)																						
ole I - No	n-Deriv	ative	Se	curiti	es Ac	quired	, Dis	posed o	f, or	Ber	nefici	ally O	wne	ed								
Date					Execution Date,					4 and 5) Secu Bend Own		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership							
						Code	v	Amount	(A) or (D)		Price	1	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)					
Common Stock 05/08/2						A		500	0 A \$		\$18.	862	24,000			D						
																	By Diego					
Common Stock													9	4,390		I	Veitia					
																	Family					
																	Trust					
Fable II -	Derivat	ivo S	COCI.	ıritioc	Λcαι	ired C	lienc	sed of	or B	ono	ficial	v Ow	nod		,							
													ieu									
Execution ) if any	recution Date,				n of		<b>Expiration Date</b>		7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		f s g	Deriva Securi	ative rity . 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)	O Fe Di (I)	wnership orm: irect (D) r Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)					
		Code	\ \v	(A)	(D)	Date Exercisa		Expiration Date	Title	Nu of	umber f											
	32701 (Zip)  Able I - No  Table II -  3A. Deer Execution if any	32701  (Zip)  2. Transa Date (Month/L)  05/08  Table II - Derivat (e.g., p)  3A. Deemed Execution Date,	(Middle)  3. CO 4. It  2. Transaction Date (Month/Day/Yea  05/08/2008  Table II - Derivative S (e.g., puts, co (e.g., puts, co II)  3A. Deemed Execution Date, if any (Month/Day/Year)  3A. Transaction Date (Month/Day/Year)  4. Transaction Transaction Date if any (Month/Day/Year)  3. Co 3.	(Middle)  3. Date of O5/08/2  4. If Ame of O5/08/2  2. Transaction Date (Month/Day/Year)  05/08/2008  Table II - Derivative Secure, puts, calls  3A. Deemed Execution Date, if any (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)	(Middle)  3. Date of Earlie 05/08/2008  4. If Amendment 2A. Deem Execution (Month/Day/Year) 2A. Deem Ce.g., puts, calls, warrow (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instr. Sector) 6 (Instr. Sector)	(Middle)  3. Date of Earliest Trans 05/08/2008  4. If Amendment, Date of Execution Date, (Month/Day/Year)  2. Transaction Date, (Month/Day/Year)  05/08/2008  Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year)  3A. Deemed Execution Date, if any (Month/Day/Year)  5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(Middle)  3. Date of Earliest Transaction (No5/08/2008  4. If Amendment, Date of Original Acquired  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest Transaction (No5/08/2008)  4. If Amendment, Date of Original Acquired (Month/Day/Year)  3. Date of Earliest Transaction (No5/08/2008)  3. Transaction Execution Date, if any (Month/Day/Year)  4. Transaction Code (Instr. if any)  3. Date of Earliest Transaction (No5/08/2008)  5. Number of Code (Instr. if any)  6. Date Expiration (Month/Day/Year)  9. (Nother Date of Original Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Date	(Middle)  3. Date of Earliest Transaction (Month/05/08/2008  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V  3. Transaction Code (Instr. 8)  Code V  3. Transaction Code (Instr. 8)  Code V  3. Transaction Code (Instr. 8)  Code (Instr. 3)  3. Deemed Execution Date of Derivative Securities Acquired (A) or Disposed (A) or Disposed (A) or Disposed (Instr. 3) (Instr. 3, 4) and 5)  Date	(Middle)  3. Date of Earliest Transaction (Month/Day/Year) 05/08/2008  4. If Amendment, Date of Original Filed (Month/Day/Year) 2. Transaction Date (Month/Day/Year) if any (Month/Day/Year)    2. Transaction Date (Month/Day/Year)    (Month/Day/Year)    3. Transaction Code (Instr. 8)    Code	(Middle)  3. Date of Earliest Transaction (Month/Day/Year) 05/08/2008  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Execution Date, if any (Month/Day/Year) (Month/Day/Year)  3. Tansaction Date (Instr. and Instrument) (Month/Day/Year)  4. Transaction Code (Instr. and Instrument) Code (Instrument) Code (Ins	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V Amount (A) or (D) or Bene (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired, Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (A) or (D) or Disposed of (D) (Instr. 8)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired (Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (A) or Disposed of (D) (Instr. 8)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired (Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (A) or Disposed of (D) (Instr. 8)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired (Disposed of, or Bene (e.g., puts, calls, warrants, options, convertible security (A) or Disposed of (D) (Instr. 3, 4 and 5)  A Date (Expiration Date (Instr. 8) (Instr. 3, 4 and 5)	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (I any (Month/Day/Year)  2. Transaction Date (I any (Month/Day/Year)  2. 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Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Disposed Of (D) (Instr. 3, 4 and 5)  Code (Instr. 8)  Code (Instr. 9)  Code (Instr. 9)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Own (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  Code (Instr. 9)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Derivative Securities Acquired (A) or Optivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Derivative Securities Acquired (A) or Optivative Secu	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (A) or Date (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3A. Deemed Execution Date, It and Date (A) or Date (B) or Date	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. 3, 4 and 5)  (Code V Amount (A) or Price (Instr. 3 and 4)  (Code V Amount (A) or Price (Instr. 3 and 4)  (E. Individual or Joint/Group Line)  X Form filed by One Form filed by Mone Form filed by Mon	(Middle)  3. Date of Earliest Transaction (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  (Zip)  3. Date of Earliest Transaction (Month/Day/Year)  (Zip)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Execution Date, If any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  3. Transaction Date (Instr. 8)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  8. A Sound of Securities Security (Instr. 5)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)  5. Amount of Securities Securities Securities Securities Securities Securities Securities Security (Instr. 5)  6. Or Disposed Of (D) (Instr. 3, 4 and 5)  8. Price of Derivative Securities Securities Security (Instr. 5)  94,390  Table II - Derivative Securities Securities Securities Security (Instr. 5)  1. Transaction Date (Month/Day/Year)  2. A Deemed Execution Date (Month/Day/Year)  2. A Deemed Execution Date (Month/Day/Year)  3. Transaction (A) or Disposed Of (D) (Instr. 3, 4 and 4)  3. Transaction (A) or Disposed (Instr. 8)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  5. Amount of Securities Security (Instr. 4)  6. Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 4)  7. Title and Amount of Securities Security (Instr. 5)  8. Price of Derivative Security (Instr. 4)  8. Price of Derivative Security (Instr. 4)  8. Price of Derivative Security (Instr. 4)  8. Price of Derivative Security (Instr. 5)  8. Price of Derivative Security (Instr. 4)  8. Price of Derivative Security (Instr. 5)	(Middle)  CORP [ IAAC ]  CORP [ IAAC ]  S. Director  Officer (give title below)  Non-Executive Chairman  A. If Amendment, Date of Original Filled (Month/Day/Year)  (Zip)  A. If Amendment, Date of Original Filled (Month/Day/Year)  (Zip)  A. If Amendment, Date of Original Filled (Month/Day/Year)  (Zip)  A. If Amendment, Date of Original Filled (Month/Day/Year)  (Zip)  A. If Amendment, Date of Original Filled (Month/Day/Year)  A. If Amendment, Date of					

**Explanation of Responses:** 

## Remarks:

Restricted Stock issued under Restricted Stock Plan and subject to a three year vesting period.

<u>Diego J. Veitia</u> <u>05/15/2008</u>

\*\* 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.

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.