

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

Form 3 Holdings Reported

Form 4 Transactions Reported

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1. Name and Address of Reporting Person\*

|                              |         |          |
|------------------------------|---------|----------|
| MICELI                       | JEROME  | F.       |
| -----                        | -----   | -----    |
| (Last)                       | (First) | (Middle) |
| 250 PARK AVENUE S. SUITE 200 |         |          |
| -----                        |         |          |
| (Street)                     |         |          |
| WINTER PARK                  | FL      | 32789    |
| -----                        | -----   | -----    |
| (City)                       | (State) | (Zip)    |

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2. Issuer Name and Ticker or Trading Symbol INTERNATIONAL ASSETS HOLDING CORPORATION -- IAAC

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3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

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4. Statement for Month/Year DECEMBER, 2001

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5. If Amendment, Date of Original (Month/Year)

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6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director     Officer (give title below)     10% Owner     Other (specify below)

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7. Individual or Joint/Group Reporting (check applicable line)

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  
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| 1. Title of Security<br>(Instr. 3)              | 2. Trans-<br>action<br>Date<br>(Month/<br>Day/<br>Year) | 3. Trans-<br>action<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) |               |          | 5. Amount of<br>Securities<br>Beneficially<br>Owned at<br>End of<br>Issuer's<br>Fiscal Year<br>(Instr. 3 and 4) | 6. Owner-<br>ship<br>Form:<br>Direct<br>(D) or<br>Indirect<br>(I)<br>(Instr. 4) | 7. Nature<br>of In-<br>direct<br>Bene-<br>ficial<br>Owner-<br>ship<br>(Instr. 4) |
|---|---|---|---|---------------|----------|---|---|--|
|   |   |   | Amount  | (A) or<br>(D) | Price    |   |   |  |
| International<br>Assets Holding<br>Corp. Common | 04/02/01  | S4  | 1000  | D             | \$2.5312 | 41,468  | I   | Jerome and<br>Rosalie<br>Miceli Trst   |

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\* If the form is filed by more than one reporting person, see instruction  
4(b)(v).

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

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) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) |     |
|--|--|--------------------------------------|--------------------------------|---|-----|
|  |  |                                      |                                | (A)   | (D) |
| International Assets Holding Corp. Options | 0.90   | 10/5/01                              | J4*                            | 15,000  |     |

| 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4) | 10. Ownership of Derivative Security: Direct (D) or Indirect (1) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |   |
|--|---|--|---|---|--|---|
| Date Exercisable   | Expiration Date   | Amount or Number of Shares                 |   |   |  |   |
| 10/5/02**  | 10/05/11  | Common                                     | 15,000  | 0.90  | 7,500  | D |

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Explanation of Responses: \*GRANT OF OPTIONS FROM ISSUER \*\*5,000 exercisable on 10/5/02; another 5,000 exercisable on 10/5/03; the additional 5,000 exercisable on 10/5/04.

/S/ JEROME F. MICELI

01/07/02

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.

See 18 U.S.C. 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 procedure.