

klepfish samuel  
 Form 4  
 May 25, 2011

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden 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).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 klepfish samuel

2. Issuer Name and Ticker or Trading Symbol  
 INNOVATIVE FOOD HOLDINGS INC [IVFH]

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

(Last) (First) (Middle)  
 3845 BECK BLVD, SUITE 805  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 05/23/2006

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

NAPLES, FL 34114  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

**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 control number.**

SEC 1474 (9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
---------------------------------	---------------------------	--------------------------------------	-----------------------------------	---------------------	------------------------------------	--	---

Edgar Filing: klepfish samuel - Form 4

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Date Exercisable	Expiration Date	Title	Amount Number of Shares
Conversion Right <sup>(1)</sup>	\$ 0.005	01/01/2009	A	900,000	01/01/2009	<u>(2)</u>	Common Stock	900,000
Conversion Right <sup>(1)</sup>	\$ 0.005	02/01/2009	A	900,000	02/01/2009	<u>(2)</u>	Common Stock	900,000
Conversion Right <sup>(1)</sup>	\$ 0.005	03/01/2009	A	900,000	03/01/2009	<u>(2)</u>	Common Stock	900,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
klepfish samuel 3845 BECK BLVD SUITE 805 NAPLES, FL 34114	X		CEO	

## Signatures

/s/ Samuel  
Klepfish  
Date: 05/25/2011  
\*\*Signature of Reporting Person

## Explanation of Responses:

- \* 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).
- The derivative securities reported hereby represent unpaid and accrued salary in the amount of \$4,500 which the Reporting Person may
- (1) convert at any time, in his sole discretion, into shares of the Registrant's common stock at a conversion price of \$0.005 per share (subject to adjustment for stock splits, etc.) or an aggregate of 900,000 shares.
  - (2) Convertible as long as the related liability remains outstanding.

### Remarks:

THIS FORM 4 IS A CONTINUATION OF THE FORM 4 FILE IMMEDIATELY PRIOR. THE FILINGS WERE SEPARATE

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.