

INTERNATIONAL ASSETS HOLDING CORP  
Form 8-K  
April 29, 2010

---

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

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): 04/26/2010**

**International Assets Holding Corporation**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-23554**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**59-2921318**  
(IRS Employer  
Identification No.)

**329 Park Avenue North, Suite 350,**  
Winter Park, FL 32789  
(Address of principal executive offices, including zip code)

**407-741-5300**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
-

**Item 1.01. Entry into a Material Definitive Agreement**

The Company and its subsidiary INTL Commodities, Inc. entered into a First Amendment, made as of April 26, 2010, to the Second Amended and Restated Credit Agreement with Bank of America, N.A. ("the Agreement"), dated as of December 17, 2009, in order to amend certain of the covenants contained in the Agreement.

**Item 9.01. Financial Statements and Exhibits**

(d) Exhibits.

The following exhibits are filed herewith:

10.1 First Amendment, made as of April 26, 2010, to the Second Amended and Restated Credit Agreement, by and among International Assets Holding Corporation, INTL Commodities, Inc. and Bank of America, N.A.

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

International Assets Holding Corporation

Date: April 29, 2010

By: /s/ Brian T. Sephton

---

Brian T. Sephton  
Chief Legal and Governance Officer

**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-10.1	First Amendment to Second Amended and Restated Credit Agreement by and among International Assets Holding Corporation, INTL Commodities, Inc. and Bank of America, N.A.