

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Pappas James C</u> <hr/> (Last) (First) (Middle) 1177 WEST LOOP SOUTH SUITE 1320 <hr/> (Street) HOUSTON TX 77027 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>INNOVATIVE FOOD HOLDINGS INC [IVFH]</u> <hr/> 3. Date of Earliest Transaction (Month/Day/Year) 07/17/2024 <hr/> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.		

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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, \$0.0001 par value ⁽¹⁾	07/17/2024				1,250,000	A	\$1.2	1,618,492	I	By: Managed Accounts of JCP Investment Management, LLC ⁽³⁾
Common Stock, \$0.0001 par value ⁽¹⁾								8,134,425	I	By: JCP Investment Partnership, LP ⁽⁴⁾

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
Pappas James C

 (Last) (First) (Middle)
 1177 WEST LOOP SOUTH
 SUITE 1320

 (Street)
 HOUSTON TX 77027

 (City) (State) (Zip)

1. Name and Address of Reporting Person*
JCP Investment Management, LLC

 (Last) (First) (Middle)
 1177 WEST LOOP SOUTH
 SUITE 1320

 (Street)

(Street)	HOUSTON	TX	77027
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
JCP Investment Partnership, LP			
(Last)	(First)	(Middle)	
1177 WEST LOOP SOUTH SUITE 1320			
(Street)	HOUSTON	TX	77027
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
JCP Investment Partners, LP			
(Last)	(First)	(Middle)	
1177 WEST LOOP SOUTH SUITE 1320			
(Street)	HOUSTON	TX	77027
(City)	(State)	(Zip)	
1. Name and Address of Reporting Person*			
JCP Investment Holdings, LLC			
(Last)	(First)	(Middle)	
1177 WEST LOOP SOUTH SUITE 1320			
(Street)	HOUSTON	TX	77027
(City)	(State)	(Zip)	

Explanation of Responses:

- This Form 4 is filed jointly by JCP Investment Partnership, LP ("JCP Partnership"), JCP Investment Partners, LP ("JCP Partners"), JCP Investment Holdings, LLC ("JCP Holdings"), JCP Investment Management, LLC ("JCP Management") and James C. Pappas (collectively, the "Reporting Persons"). Each of the Reporting Persons may be deemed to be a member of a Section 13(d) group that collectively beneficially owns more than 10% of the Issuer's outstanding shares of Common Stock. Mr. Pappas is also a director of the Issuer. Each of the Reporting Persons disclaims beneficial ownership of the shares of Common Stock reported herein except to the extent of his or its pecuniary interest therein.
- On July 17, 2024, JCP Management, on behalf of the JCP Accounts (as defined below), entered into a stock purchase agreement (the "Stock Purchase Agreement") with SV Asset Management, LLC ("SV Asset Management"). Pursuant to the Stock Purchase Agreement, JCP Management agreed to purchase 1,250,000 shares from SV Asset Management at a price of \$1.20 per share. The transaction is expected to close in the near future.
- Represents shares of Common Stock held in certain accounts managed by JCP Management (the "JCP Accounts"). JCP Management, as the investment manager of the JCP Accounts, may be deemed to beneficially own the shares of Common Stock held in the JCP Accounts. Mr. Pappas, as the managing member of JCP Management, may be deemed to beneficially own the shares of Common Stock held in the JCP Accounts.
- Represents shares of Common Stock owned directly by JCP Partnership. JCP Partners, as the general partner of JCP Partnership, may be deemed to beneficially own the shares of Common Stock owned directly by JCP Partnership. JCP Holdings, as the general partner of JCP Partners, may be deemed to beneficially own the shares of Common Stock owned directly by JCP Partnership. JCP Management, as the investment manager of JCP Partnership, may be deemed to beneficially own the shares of Common Stock owned directly by JCP Partnership. Mr. Pappas, as the managing member of JCP Management and the sole member of JCP Holdings, may be deemed to beneficially own the shares of Common Stock owned directly by JCP Partnership.

/s/ James C. Pappas 07/19/2024

JCP Investment Management,
LLC, By: /s/ James C. Pappas, 07/19/2024
Managing Member

JCP Investment Partnership,
LP, By: JCP Investment
Management, LLC, 07/19/2024
Investment Manager, By: /s/
James C. Pappas, Managing
Member

JCP Investment Partners, LP,
By: JCP Investment Holdings,
LLC, General Partner, By: /s/ 07/19/2024
James C. Pappas, Sole
Member

JCP Investment Holdings,
LLC, By: /s/ James C. Pappas, 07/19/2024
Sole Member

** Signature of Reporting Person Date

* 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.