HOUSTON

TX

77027

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

washington, D.C. 2004

Washington, D.C. 20549	OMB APPROVAL		
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP	OMB Number:	3235-0	

3235-0287 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).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* Pappas James C				I	2. Issuer Name and Ticker or Trading Symbol INNOVATIVE FOOD HOLDINGS INC [IVFH]								S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director X 10% Owner Officer (vice title Check (Applicable))					
(Last) (First) (Middle) 1177 WEST LOOP SOUTH SUITE 1320			0	3. Date of Earliest Transaction (Month/Day/Year) 02/08/2023 Officer (give title below) below) Other (specification)														
(Street) HOUSTON TX 77027				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City)	(Si		Zip)															
1 Title of 9	Security (Ins		2. Transaction			ecurition Deemed	es A	Cquii	red, I	Disposed 4. Securities			5. Amount o		6. Owners	shin 7	. Natu	re of
Da		Date			Execution Date,		Transaction Code (Instr. 8)		Disposed Of (D) (Ins 5)		r. 3, 4 and		owing	Form: Direct (D) or Indirect (I) (Instr. 4)		Indirect Beneficial Ownership (Instr. 4)		
								Code	V	Amount	(A) or (D)	Price	(Instr. 3 and			-) I(
Common Stock, \$0.0001 par value ⁽¹⁾ 02/08/20			02/08/202	23	3			P		360,000	A	\$0.25	8,046,4	8,046,443		I P	By: JCP Investment Partnership, LP ⁽²⁾	
Common Stock, \$0.0001 par value ⁽¹⁾												113,49	113,492		J I N	By: Managed Account of JCP Investment Management, LLC ⁽³⁾		
		Tal	ble II - Derivat											d				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	cise (Month/Day/Year) if any (Month/Day/Year) 8 Derivative Securities Acquired (Month/Day/Year)		xercisable and n Date	7. Tit Amo Secu Unde Deriv	tle and unt of irities erlying vative irity (Insti	8. Price of Derivative Security (Instr. 5) (Instr. 5) 8. Price of deriv Security Geriv Security Folio Repo		urities eficially Dire or Ir (I) (I orted esaction(s)		nership of Indirect Beneficial Ownership (Instr. 4)							
				Co	de V	/ (A)) ((Da D) Ex	te ercisal	Expiratio	on Title	Amoun or Numbe of Shares	er					
	nd Address o	f Reporting Person*						•			•		•		·			
(Last) 1177 WE SUITE 1	EST LOOP 320	(First) SOUTH	(Middle)															
(Street)	ON	TX	77027															
(City)		(State)	(Zip)															
		f Reporting Person* Management	, LLC															
(Last) 1177 WE SUITE 1	EST LOOP	(First) SOUTH	(Middle)															

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

Explanation of Responses:

- 1. 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.
- 2. Represents 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.
- 3. Represents shares of Common Stock held in a certain account managed by JCP Management (the "JCP Account"). JCP Management, as the investment manager of the JCP Account, may be deemed to beneficially own the shares of Common Stock held in the JCP Account. Mr. Pappas, as the managing member of JCP Management, may be deemed to beneficially own the shares of Common Stock held in the JCP Account.

/s/ James C. Pappas 02/10/2023 JCP Investment Management, LLC, By: /s/ James C. Pappas, 02/10/2023 Managing Member JCP Investment Partnership, LP, By: JCP Investment Management, LLC, 02/10/2023 Investment Manager, By: /s/ James C. Pappas, Managing Member JCP Investment Partners, LP, By: JCP Investment Holdings, LLC, General Partner, By: /s/ 02/10/2023 James C. Pappas, Sole Member JCP Investment Holdings, LLC, By: /s/ James C. Pappas, 02/10/2023 Sole Member

Signature of Repor

** 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.