INNOVATIVE FOOD HOLDINGS INC
Form SC 13G/A
January 03, 2019

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D/A

Under the Securities Exchange Act of 1934

(Amendment No. 6)*

INNOVATIVE FOOD HOLDINGS, INC.
(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

45772H202
(CUSIP Number)

DENVER J. SMITH

52 CARLSON DRIVE

MILFORD, CT 06460

(405) 830 - 3274

(Name, Address and Telephone Number of Person

Authorized to Receive Notices and Communications)

12/31/18
(Date of Event which Requires

Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13D

CUSIP No. 45772H202 **Page 2 of 12 Pages**

1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **Denver J. Smith**	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** PF	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6		

	CITIZENSHIP OR PLACE OF ORGANIZATION United States Of America	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 765,637 shares
	8	**SHARED VOTING POWER** 1,042,488 shares
	9	**SOLE DISPOSITIVE POWER** 765,637 shares
	10	**SHARED DISPOSITIVE POWER** 1,042,488 shares
11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 1,808,125 shares	
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**	
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **5.4%**	

14	**TYPE OF REPORTING PERSON** **IN**

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1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **CRC Founders Fund, LP** 81-2726593	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** WC	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** Delaware	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 191,864 shares
	8	**SHARED VOTING POWER** 0
	9	**SOLE DISPOSITIVE POWER** 191,864 shares
	10	**SHARED DISPOSITIVE POWER** 0

11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 191,864 shares
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **0.6%**
14	**TYPE OF REPORTING PERSON** **PN**

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1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **Donald E. Smith**	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** PF	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** United States Of America	

NUMBER OF

SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 26,000
	8	**SHARED VOTING POWER** 804,804 shares
	9	**SOLE DISPOSITIVE POWER** 26,000
	10	**SHARED DISPOSITIVE POWER** 804,804 shares

11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 830,804 shares
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **2.5%**
14	**TYPE OF REPORTING PERSON** **IN**

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1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **Richard G. Hill**	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** PF	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** United States Of America	

NUMBER OF

SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 39,300 shares
	8	**SHARED VOTING POWER** 45,820 shares
	9	**SOLE DISPOSITIVE POWER** 39,300 shares
	10	**SHARED DISPOSITIVE POWER** 45,820 shares

11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 85,120 shares
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **0.3%**
14	**TYPE OF REPORTING PERSON** **IN**

CUSIP No. 45772H202 **Page 6 of 12 Pages**

1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **Samuel N. Jurrens**	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** PF	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** United States Of America	

NUMBER OF

SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 51,349 shares
	8	**SHARED VOTING POWER** 191,864 shares
	9	**SOLE DISPOSITIVE POWER** 51,349 shares
	10	**SHARED DISPOSITIVE POWER** 191,864 shares
11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 243,213 shares	
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**	
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **0.7%**	
14	**TYPE OF REPORTING PERSON** **IA, IN**	

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1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **73114 Investments, LLC** 26-3607132	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** WC	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** Oklahoma	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 744,804
	8	**SHARED VOTING POWER** 0
	9	**SOLE DISPOSITIVE POWER** 744,804
	10	**SHARED DISPOSITIVE POWER** 0

11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 744,804 shares
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **2.2%**
14	**TYPE OF REPORTING PERSON** **CO**

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1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **Youth Properties, LLC** 27-2901108	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** WC	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** Oklahoma	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 60,000 shares
	8	**SHARED VOTING POWER** 0 shares
	9	**SOLE DISPOSITIVE POWER** 60,000 shares
	10	**SHARED DISPOSITIVE POWER** 0 shares

11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 60,000 shares
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **0.2%**
14	**TYPE OF REPORTING PERSON** **CO**

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1	**NAME OF REPORTING PERSON** I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) **Paratus Capital, LLC** 46-0672795	
2	**CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**	**(a)** **(b)**
3	**SEC USE ONLY**	
4	**SOURCE OF FUNDS (SEE INSTRUCTIONS)** WC	
5	**CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)**	
6	**CITIZENSHIP OR PLACE OF ORGANIZATION** Oklahoma	

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	**7**	**SOLE VOTING POWER** 45,820 shares
	8	**SHARED VOTING POWER** 0
	9	**SOLE DISPOSITIVE POWER** 45,820 shares
	10	**SHARED DISPOSITIVE POWER** 0 shares

11	**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON** 45,820 shares
12	**CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE(SEE INSTRUCTIONS) (SEE INSTRUCTIONS)**
13	**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)** **0.1%**
14	**TYPE OF REPORTING PERSON** **PN**

EXPLANATORY NOTE

This Amendment No. 6 to Schedule 13D ("Amendment No. 6") amends and supplements the prior statement on Schedule 13D (the "Schedule 13D") as filed on May 4, 2017, amended on July 19, 2017 ("Amendment No. 2"), further amended on July 27, 2017 ("Amendment No. 3"), further amended on January 2, 2018 ("Amendment No. 4"), and further amended on May 24, 2018 ("Amendment No. 5"). This amendment is being filed by (i) Denver J. Smith, (ii) CRC Founders Fund, LP (iii) Donald E. Smith, (iv) Richard G. Hill, (v) Samuel N. Jurrens, (vi) 73114 Investments, LLC, (vii) Youth Properties, LLC, and (viii) Paratus Capital, LLC who are collectively referred to as the "Reporting Persons", related to shares of common stock of Innovative Food Holdings, Inc., a Florida Corporation (the "Issuer"), whose principal executive offices are located at 26411 Race Track Rd, Bonita Springs, FL 34135. Each item below amends and supplements the information disclosed under the corresponding item of the Schedule 13D, Amendment No. 2, Amendment No. 3, Amendment No. 4, and Amendment No. 5. Except as indicated herein, the information set forth in the Schedule 13D remains unchanged in all material respects. Unless otherwise indicated, all capitalized terms used herein but not defined shall have the same meanings as set forth in the Schedule 13D.

This Amendment No. 6 is being filed to update the Reporting Persons beneficial ownership in securities of the Issuer.

Item 1. Security and Issuer.

There are no amendments to Item 1 of the Schedule 13D pursuant to this Amendment No. 6.

Item 2. Identity and Background.

There are no amendments to Item 2 of the Schedule 13D pursuant to this Amendment No. 6.

Item 3. Source and Amount of Funds or Other Consideration.

There are no amendments to Item 3 of the Schedule 13D pursuant to this Amendment No. 6.

Item 4. Purpose of Transaction.

There are no amendments to Item 4 of the Schedule 13D pursuant to this Amendment No. 6.

Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended to read in its entirety as follows:

(a) Please reference pages 2 through 9 of this filing for this information as it pertains to individuals that are part of the filing group. The Reporting Persons, acting collectively as a group, have beneficial ownership of 1,924,774 shares, or 5.70% of the common shares outstanding of the Issuer based on 33,775,306 shares outstanding as given on the first page of the most recently filed 10-Q.

(b) Please reference pages 2 through 9 of this filing for this information.

(c) A list of all transactions in shares of the issuer over the past 60 days has been attached to this Amendment No. 6 as Exhibit A.

(d) Not applicable.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Not applicable

Item 7. Material to be Filed as Exhibits.

The following has been attached: Exhibit A is a list of all transactions in the Issuer's securities over the last 60 days made by the Reporting persons.

Signatures

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: Jan 3, 2019 /s/ Richard G. Hill
Richard G. Hill

Dated: Jan 3, 2019 /s/ Samuel N. Jurrens
Samuel N. Jurrens

Dated: Jan 3, 2019 /s/ Donald E. Smith
Donald E. Smith

Dated: Jan 3, 2019 /s/ Denver J. Smith
Denver J. Smith

Dated: Jan 3, 2019 Paratus Capital, LLC

By: /s/ Denver J. Smith
Name: Denver J. Smith
Title: Chief Strategy Officer

Dated: Jan 3, 2019 73114 Investments, LLC

By: /s/ Denver J. Smith
Name: Denver J. Smith
Title: Chief Investment Officer

Dated: Jan 3, 2019 Youth Properties, LLC

By: /s/ Donald E. Smith
Name: Donald E. Smith
Title: Chief Executive Officer

Dated: Jan 3, 2019 CRC Founders Fund, LP

By: /s/ Denver J. Smith
Name: Denver J. Smith
Title: Lead Manager

EXHIBIT A

Transactions In Shares Of The Issuer Within The Last 60 Days

Group Member	Action	Date	Quantity	Avg. Price Per Share
Denver J. Smith	Open Market Sale	11/21/18	7,042	$0.50