

SMITH C LEO  
Form 3  
January 22, 2010

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol      |  |
| SMITH C LEO                               |         | (Month/Day/Year)                     | International Fight League, Inc. [IFLI]          |  |
| (Last)                                    | (First) | (Middle)                             | 01/11/2010                                       |  |
| 824 S.E. 8TH STREET                       |         |                                      | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)                           |  |
| FT.                                       |         |                                      | <input checked="" type="checkbox"/> Director     | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| LAUDERDALE, FL 33316                      |         |                                      | <input checked="" type="checkbox"/> Officer      | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City)                                    | (State) | (Zip)                                | (give title below)                               | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | Chief Executive Officer                          |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock <sup>(1)</sup>     | 624,941,000 <sup>(4)</sup>                            | I  | VIA LIMITED LIABILITY COMPANY <sup>(3)</sup>          |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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.**

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  |  | Title   |  |  |   |

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|   | Date Exercisable | Expiration Date | Amount or Number of Shares      | or Indirect (I) (Instr. 5) |                                   |
|---|------------------|-----------------|---------------------------------|----------------------------|-----------------------------------|
| Series A Preferred Stock - 624,941 shares | 01/21/2010       | Â (5)           | Common Stock 624,941,000 \$ (2) | I                          | VIA Limited Liability Company (3) |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                           |       |
|--|---------------|-----------|---------------------------|-------|
|  | Director      | 10% Owner | Officer                   | Other |
| SMITH C LEO<br>824 S.E. 8TH STREET<br>FT. LAUDERDALE, FL 33316 | Â X           | Â X       | Â Chief Executive Officer | Â     |

## Signatures

/s/ C. LEO SMITH 01/21/2010

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) Common Stock issuable upon conversion of Series A Preferred Stock (See Table II below)
- (2) No conversion price is payable for conversion of the Series A Preferred Stock into Common Shares.
- (3) The Reporting Person is the sole member of IMS. IMS is the record owner of the shares being reported herein.
- (4) The Shares of Common Stock are issuable upon conversion of 624,941 shares of Series A Preferred Stock owned by Insurance Marketing Solutions, LLC ("IMS"), a limited liability company organized in the state of Florida.
- (5) There is no expiration date by which Series A Preferred Shares must be converted into Common Shares.

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.