Galasso Stephen B Form 3 October 03, 2007

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 *

A Galasso Stephen B

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

10/03/2007

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Inter-Atlantic Financial, Inc. [IAN]

> 4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O INTER-ATLANTIC FINANCIAL, INC., 400 MADISON AVENUE

(Street)

(Check all applicable) _X_ Director 10% Owner

_X__ Officer Other (give title below) (specify below) Senior Strategic Officer

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

NEW YORK. NYÂ 10017

(City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

By Stephen and Linda Galasso Common Stock 263,109 Ι Family Trust

Reminder: Report on a separate line for each class of securities beneficially

SEC 1473 (7-02)

owned directly or indirectly.

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

Conversion

Ownership

6. Nature of Indirect Beneficial Ownership

Derivative Security or Exercise Form of (Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Warrants	(1)	(2)	Common Stock	10,000	\$ 4.5	I	By Stephen and Linda Galasso Family Trust

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Galasso Stephen B C/O INTER-ATLANTIC FINANCIAL, INC. 400 MADISON AVENUE NEW YORK, NYÂ 10017

 $\hat{A} X$ \hat{A} \hat{A} Senior Strategic Officer \hat{A}

Signatures

/s/ Stephen 10/03/2007 Galasso

**Signature of Date

Reporting Person

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) The Warrants will become exercisable on the later of (i) the completion of a business combination with a target business, or (ii) October 2, 2008.
- (2) The Warrants will expire on 5:00 p.m., New York City time, on October 2, 2011.

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.

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