

Scott Martin P
Form 3
November 14, 2011

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 *

Â Scott Martin P
(Last) (First) (Middle)

C/O 1500 GATEWAY
BOULEVARD,Â SUITE 220

(Street)

BOYNTON
BEACH,Â FLÂ 33426

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
11/01/2011

3. Issuer Name **and** Ticker or Trading Symbol
IFLI Acquisition Corp. [IFLI]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
Chief Financial 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

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

500,000

D Â

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)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
common stock	01/31/2012	01/31/2017	common stock	20,834	\$ 0.55	D	Â
common stock	04/30/2012	04/30/2017	common stock	20,834	\$ 0.55	D	Â
common stock	07/31/2012	07/31/2017	common stock	20,833	\$ 0.55	D	Â
common stock	10/31/2012	10/31/2017	common stock	20,833	\$ 0.55	D	Â
common stock	01/31/2013	01/31/2018	common stock	20,834	\$ 0.55	D	Â
common stock	04/30/2013	04/30/2018	common stock	20,833	\$ 0.55	D	Â
common stock	07/31/2013	07/31/2018	common stock	20,833	\$ 0.55	D	Â
common stock	10/31/2013	10/31/2018	common stock	20,833	\$ 0.55	D	Â
common stock	01/31/2014	01/31/2019	common stock	20,834	\$ 0.55	D	Â
common stock	04/30/2014	04/30/2019	common stock	20,833	\$ 0.55	D	Â
common stock	07/31/2014	07/31/2019	common stock	20,833	\$ 0.55	D	Â
common stock	10/31/2014	10/31/2019	common stock	20,833	\$ 0.55	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Scott Martin P C/O 1500 GATEWAY BOULEVARD SUITE 220 BOYNTON BEACH, FL 33426	Â	Â	Â Chief Financial Officer	Â

Signatures

/s/ Martin Scott 11/14/2011

**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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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