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

SCHEDULE 13G Under the Securities Exchange Act of 1934

(AMENDMENT NO. 1)

I3 VERTICALS, INC.
(Name of Issuer)
CLASS A COMMON STOCK, PAR VALUE \$0.0001 PER SHARE
(Title of Class of Securities)
4077437407
46571Y107
(CUSIP Number)
DECEMBER 31, 2021
(Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

o Rule 13d-1(b)

☑ Rule 13d-1(c)

o Rule 13d-1(d)

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 the disclosures provided in a prior cover page.

The information required in 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).

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1	NAMES OF REPORT Integrated Core St						
2	(a) o (b) o	PROPRIA [*]	TE BOX IF A MEMBER OF A GROUP				
3	·						
4	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware						
N	IIMBED OF	5	SOLE VOTING POWER -0-				
BE	UMBER OF SHARES NEFICIALLY WNED BY	6	SHARED VOTING POWER 638,428				
R	EACH EPORTING RSON WITH	7	SOLE DISPOSITIVE POWER -0-				
	PERSON WITH		SHARED DISPOSITIVE POWER 638,428				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 638,428						
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0						
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 2.9%						
12	TYPE OF REPOR	TING PER	SON				

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1	NAMES OF REPO		ERSONS				
2	CHECK THE API (a) o (b) o		TE BOX IF A MEMBER OF A GROUP				
3							
4	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands						
N	UMBER OF	5	SOLE VOTING POWER -0-				
BE	SHARES NEFICIALLY WNED BY	6	SHARED VOTING POWER 2,111				
R	EACH 7 EPORTING RSON WITH		SOLE DISPOSITIVE POWER -0-				
		8	SHARED DISPOSITIVE POWER 2,111				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,111						
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES						
11	PERCENT OF CL 0.0%	LASS REP	RESENTED BY AMOUNT IN ROW (9)				
12	TYPE OF REPOR	TING PEF	SON				

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1	NAMES OF REPORTING F	PERSON	S			
1	ICS Opportunities, Ltd.					
2		ГЕ ВОХ	IF A MEMBER OF A GROUP			
2	(a) o (b) o					
3	SEC USE ONLY					
	CITIZENSHIP OR PLACE	OF ORG	ANIZATION			
4	Cayman Islands	Cayman Islands				
			SOLE VOTING POWER			
		5				
	NUMBER OF		-0- SHARED VOTING POWER			
	SHARES	6	SHARED VOTING FOWER			
	BENEFICIALLY OWNED BY		1,174			
	EACH	_	SOLE DISPOSITIVE POWER			
	REPORTING	7	-0-			
	PERSON WITH		SHARED DISPOSITIVE POWER			
		8	1.454			
			1,174			
9	AGGREGATE AMOUNT B	ENEFIC	IALLY OWNED BY EACH REPORTING PERSON			
3	1,174					
	CHECK BOX IF THE AGG	REGATI	E AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES			
10	0					
	l	RESEN7	TED BY AMOUNT IN ROW (9)			
11			22 21 12/10 01/1 11/10 11 (0)			
	0.0%					
12	TYPE OF REPORTING PEF	RSON				
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1	NAMES OF REPORTING I	PERSON	S					
1	Integrated Assets II LLC							
2		TE BOX	IF A MEMBER OF A GROUP					
	(a) o (b) o							
3	SEC USE ONLY							
	CITIZENSHIP OR PLACE OF ORGANIZATION							
4	Cayman Islands							
			SOLE VOTING POWER					
		5						
	NUMBER OF		-0- SHARED VOTING POWER					
	SHARES	6	SHARED VOTING FOWER					
	BENEFICIALLY OWNED BY		439,580					
	EACH	_	SOLE DISPOSITIVE POWER					
	REPORTING	7	-0-					
	PERSON WITH		SHARED DISPOSITIVE POWER					
		8						
			439,580					
9	AGGREGATE AMOUNT E	BENEFIC	IALLY OWNED BY EACH REPORTING PERSON					
9	439,580							
	CHECK BOX IF THE AGO	REGATI	E AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
10								
	O PERCENT OF CLASS REP	RESENT	ED BY AMOUNT IN ROW (9)					
11	TERCEIVI OF CERSO REF	TCLOLIVI	ED DI INVOCATIA ROM (5)					
	2.0%							
12	TYPE OF REPORTING PE	RSON						
12	00							

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1	NAMES OF REPORTING I					
2	CHECK THE APPROPRIA (a) o (b) o	TE BOX	IF A MEMBER OF A GROUP			
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands					
	NUMBER OF	5	SOLE VOTING POWER -0-			
	NUMBER OF SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 1,782			
	EACH REPORTING PERSON WITH	7	SOLE DISPOSITIVE POWER -0-			
	TEROSI, WITH	8	SHARED DISPOSITIVE POWER 1,782			
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,782					
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.0%					
12	TYPE OF REPORTING PEF CO	RSON				

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	NAMES OF REPORTING P	ERSON	S			
1	Millennium International Management LP					
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP					
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3	(b) o SEC USE ONLY					
3	CITIZENSHIP OR PLACE OF ORGANIZATION					
4	CITIZENOIM ON TERCE	STIZENSHIL OK LEAGE OF OKGANIZATION				
	Delaware					
			SOLE VOTING POWER			
		5				
	NUMBER OF		-0- SHARED VOTING POWER			
	SHARES	6	SHARED VOTING FOWER			
	BENEFICIALLY OWNED BY		444,647			
	EACH		SOLE DISPOSITIVE POWER			
	REPORTING	7	-0-			
	PERSON WITH		SHARED DISPOSITIVE POWER			
		8				
			444,647			
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	444,647					
	I	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES				
10	OILECT BOX II THE MOCREGATE MINOCHAI IN NOW (5) EMCLODED CERTAIN OILINES					
	0					
11	PERCENT OF CLASS REP	RESENT	TED BY AMOUNT IN ROW (9)			
11	2.0%					
	TYPE OF REPORTING PER	RSON				
12						
	DN					

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1	NAMES OF REPORTING PERSONS					
1	Millennium Management LLC					
2	CHECK THE APPROPRIA (a) o	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
	(a) 0 (b) o					
3	SEC USE ONLY					
	CITIZENSHIP OR PLACE	CITIZENSHIP OR PLACE OF ORGANIZATION				
4	Delaware					
			SOLE VOTING POWER			
		5				
	NUMBER OF		-0- SHARED VOTING POWER			
	SHARES	6	SHARED VOTING FOWER			
	BENEFICIALLY OWNED BY		1,083,075			
	EACH	7	SOLE DISPOSITIVE POWER			
	REPORTING		-0-			
	PERSON WITH	8	SHARED DISPOSITIVE POWER			
			1,083,075			
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
9	1,083,075					
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES					
10						
	O PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	4.9%	4.9%				
	TYPE OF REPORTING PERSON					
12	00					

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1	NAMES OF REPORTING PERSONS						
	Millennium Group Management LLC						
	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP						
2	(a) o						
-	(p) o						
3	SEC USE ONLY	OF ORG	ANUGATION				
4	CITIZENSHIP OR PLACE	CITIZENSHIP OR PLACE OF ORGANIZATION					
4	Delaware	Delaware					
		$\overline{}$	SOLE VOTING POWER				
		5					
	NUMBER OF	<u> </u>	-0-				
	SHARES		SHARED VOTING POWER				
	BENEFICIALLY	6	1,083,075				
	OWNED BY	$\overline{}$	SOLE DISPOSITIVE POWER				
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	REPORTING PERSON WITH		-0-				
			SHARED DISPOSITIVE POWER				
		8	4 000 075				
			1,083,075				
	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	1,083,075						
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES						
10	GILGREDON II THE MOCKED THE MICOCKY IN TROW (3) ENCEODED CERTIFICOTERINED						
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	PERCENT OF CLASS REP	RESENT	ED BY AMOUNT IN ROW (9)				
11							
		4.9%					
12	TYPE OF REPORTING PERSON						
14	00						

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1	NAMES OF REPORTING PERSONS						
1	Israel A. Englander						
_	CHECK THE APPROPRIAT	ГЕ ВОХ	IF A MEMBER OF A GROUP				
2	2 (a) o (b) o						
3	SEC USE ONLY						
	CITIZENSHIP OR PLACE OF ORGANIZATION						
4	United States						
			SOLE VOTING POWER				
		5					
	NUMBER OF		-0- SHARED VOTING POWER				
	SHARES	6	SHARED VOTING POWER				
	BENEFICIALLY OWNED BY		1,083,075				
	EACH	_	SOLE DISPOSITIVE POWER				
	REPORTING	7	-0-				
	PERSON WITH	8	SHARED DISPOSITIVE POWER				
			1.000.075				
			1,083,075				
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
9	1,083,075						
	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES						
10							
	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
11	TERCENT OF CEASS REFRESENTED BY ANIOUNT IN ROW (3)						
	4.9%						
12	TYPE OF REPORTING PE	RSON					
12	IN						

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Item 1.

(a) Name of Issuer:

I3 Verticals, Inc.

(b) Address of Issuer's Principal Executive Offices:

40 Burton Hills Boulevard, Suite 415 Nashville, Tennessee 37215

- Item 2. (a) Name of Person Filing:
 - (b) Address of Principal Business Office:
 - (c) Citizenship:

Integrated Core Strategies (US) LLC c/o Millennium Management LLC 399 Park Avenue New York, New York 10022 Citizenship: Delaware

ICS Opportunities II LLC c/o Millennium Management LLC 399 Park Avenue New York, New York 10022 Citizenship: Cayman Islands

ICS Opportunities, Ltd. c/o Millennium International Management LP 399 Park Avenue New York, New York 10022 Citizenship: Cayman Islands

Integrated Assets II LLC c/o Millennium International Management LP 399 Park Avenue New York, New York 10022 Citizenship: Cayman Islands

Integrated Assets, Ltd. c/o Millennium International Management LP 399 Park Avenue New York, New York 10022 Citizenship: Cayman Islands

Millennium International Management LP 399 Park Avenue New York, New York 10022 Citizenship: Delaware

Millennium Management LLC 399 Park Avenue New York, New York 10022 Citizenship: Delaware

Millennium Group Management LLC 399 Park Avenue New York, New York 10022 Citizenship: Delaware

Israel A. Englander c/o Millennium Management LLC 399 Park Avenue New York, New York 10022 Citizenship: United States

(d) <u>Title of Class of Securities</u>:

Class A common stock, par value \$0.0001 per share ("Class A Common Stock")

(e) CUSIP Number:

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Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) o Broker or dealer registered under section 15 of the Act (15 U.S.C. 780);
- (b) o Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) o Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) o Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) o An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) o An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

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- (g) o A parent holding company or control person in accordance with $\S 240.13d-1(b)(1)(ii)(G)$;
- (h) o A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) o A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) o Group, in accordance with §240.13d-1(b)(1)(ii)(J).

Item 4. Ownership

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount Beneficially Owned

See response to Item 9 on each cover page.

(b) Percent of Class:

See response to Item 11 on each cover page.

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(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote

See response to Item 5 on each cover page.

(ii) Shared power to vote or to direct the vote

See response to Item 6 on each cover page.

(iii) Sole power to dispose or to direct the disposition of

See response to Item 7 on each cover page.

(iv) Shared power to dispose or to direct the disposition of

See response to Item 8 on each cover page.

The securities disclosed herein as potentially beneficially owned by Millennium Management LLC, Millennium Group Management LLC and Mr. Englander are held by entities subject to voting control and investment discretion by Millennium Management LLC and/or other investment managers that may be controlled by Millennium Group Management LLC (the managing member of Millennium Management LLC) and Mr. Englander (the sole voting trustee of the managing member of Millennium Group Management LLC). The foregoing should not be construed in and of itself as an admission by Millennium Management LLC, Millennium Group Management LLC or Mr. Englander as to beneficial ownership of the securities held by such entities.

<u>Item 5. Ownership of Five Percent or Less of a Class</u>

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following b.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group

See Exhibit I.

Item 9. Notice of Dissolution of Group

Not applicable.

Item 10. Certification

By signing below each of the undersigned certifies that, to the best of its knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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Exhibits:

Exhibit I: Joint Filing Agreement, dated as of February 11, 2022, by and among Integrated Core Strategies (US) LLC, ICS Opportunities II LLC, ICS Opportunities, Ltd., Integrated Assets II LLC, Integrated Assets, Ltd., Millennium International Management LP, Millennium Management LLC, Millennium Group Management LLC and Israel A. Englander.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, each of the undersigned certifies that the information with respect to it set forth in this statement is true, complete, and correct.

Dated: February 11, 2022

INTEGRATED CORE STRATEGIES (US) LLC

By: Integrated Holding Group LP, its Managing Member

By: Millennium Management LLC, its General Partner

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

ICS OPPORTUNITIES II LLC

By: Millennium International Management LP, its Investment Manager

By: /s/ Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

ICS OPPORTUNITIES, LTD.

By: Millennium International Management LP, its Investment Manager

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

INTEGRATED ASSETS II LLC

By: Millennium International Management LP, its Investment Manager

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

INTEGRATED ASSETS, LTD.

By: Millennium International Management LP, its Investment Manager

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM INTERNATIONAL MANAGEMENT LP

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM GROUP MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

/s/ Israel A. Englander
Israel A. Englander

CUSIP No. 46571Y107

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EXHIBIT I

JOINT FILING AGREEMENT

This will confirm the agreement by and among the undersigned that the Schedule 13G filed with the Securities and Exchange Commission on or about the date hereof with respect to the beneficial ownership by the undersigned of the Class A Common Stock, par value \$0.0001 per share, of I3 Verticals, Inc. will be filed on behalf of each of the persons and entities named below in accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended. This Agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: February 11, 2022

INTEGRATED CORE STRATEGIES (US) LLC

By: Integrated Holding Group LP, its Managing Member

By: Millennium Management LLC, its General Partner

By: /s/ Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

ICS OPPORTUNITIES II LLC

By: Millennium International Management LP, its Investment Manager

By: /s/ Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

ICS OPPORTUNITIES, LTD.

By: Millennium International Management LP, its Investment Manager

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

INTEGRATED ASSETS II LLC

By: Millennium International Management LP, its Investment Manager

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

INTEGRATED ASSETS, LTD.

By: Millennium International Management LP, its Investment Manager

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM INTERNATIONAL MANAGEMENT LP

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

MILLENNIUM GROUP MANAGEMENT LLC

By: /s/Gil Raviv

Name: Gil Raviv

Title: Global General Counsel

/s/ Israel A. Englander

Israel A. Englander