

IZEA WORLDWIDE, INC.

Reported by
BIERE PETER

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/01/24 for the Period Ending 09/30/24

Address	1317 EDGEWATER DR #1880 ORLANDO, FL, 32804
Telephone	407-674-6911
CIK	0001495231
Symbol	IZEA
SIC Code	5961 - Retail-Catalog and Mail-Order Houses
Fiscal Year	12/31

FORM 4

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * BIERE PETER (Last) (First) (Middle) 1317 EDGEWATER DR #1880 (Street) ORLANDO, FL 32804 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol IZEA Worldwide, Inc. [IZEA]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Financial Officer
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">9/30/2024</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	9/30/2024		M		79	A	\$0	17,498	D	
Common Stock	9/30/2024		M		301	A	\$0	17,799	D	
Common Stock	9/30/2024		M		200	A	\$0	17,999	D	
Common Stock	9/30/2024		M		468	A	\$0	18,467	D	
Common Stock	9/30/2024		F		362 (1)	D	\$2.75	18,105	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units		(2) 9/30/2024		M		79		4/1/2023	(3)	Common Stock	79	\$0	1,503	D	
Restricted Stock Units		(2) 9/30/2024		M		301		12/31/2022	(4)	Common Stock	301	\$0	602	D	
Restricted Stock Units		(2) 9/30/2024		M		200		4/1/2024	(5)	Common Stock	200	\$0	6,200	D	
Restricted Stock Units		(2) 9/30/2024		M		468		6/30/2023	(6)	Common Stock	468	\$0	2,808	D	

Explanation of Responses:

- (1) Reflects shares surrendered to the Issuer to satisfy tax withholding obligations upon vesting of the Restricted Stock Units.
- (2) Each Restricted Stock Unit represents a contingent right to receive at settlement one share of Issuer common stock.
- (3) These Restricted Stock Units were issued under the Issuer's 2011 Equity Incentive Plan on April 1, 2022 and vest 25% after one year and then 75% in 36 equal monthly installments commencing on the last day of each succeeding month thereafter.
- (4) These Restricted Stock Units were issued under the Issuer's 2011 Equity Incentive Plan on April 1, 2022 and vest in 12 equal quarterly installments commencing on June 30, 2022.
- (5) These Restricted Stock Units were issued under the Issuer's 2011 Equity Incentive Plan on April 1, 2023 pursuant to the reporting person's employment agreement and vest 25% in one year and 75% in equal monthly installments over 36 months.

(6) These Restricted Stock Units were issued under the Issuer's 2011 Equity Incentive Plan on April 14, 2023, pursuant to the reporting person's employment agreement and vest in thirty-six monthly installments.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BIERE PETER 1317 EDGEWATER DR #1880 ORLANDO, FL 32804			Chief Financial Officer	

Signatures

/s/ Peter J. Biere

10/1/2024

**Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(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.

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.