

STANFORD INTERNATIONAL BANK LTD
 Form 3
 September 12, 2005

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 | |
| Â STANFORD INTERNATIONAL BANK LTD _____ (Last) (First) (Middle) | | | _____ (Month/Day/Year) | | AMERICAN LEISURE HOLDINGS INC [AMLH] | |
| 5050 WESTHEIMER ROAD | | | | | 4. Relationship of Reporting Person(s) to Issuer | |
| (Street) | | | | | (Check all applicable) | |
| HOUSTON, Â TX Â 77056 | | | | | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| (City) (State) (Zip) | | | | | | |
| | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| | | | _____ Director <input checked="" type="checkbox"/> 10% Owner _____ Officer _____ Other (give title below) (specify below) | | <input checked="" type="checkbox"/> 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 | 1,125,000 | 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) | |
|-----------------------------|------------------|------------------|--------------|----------------------------|-------------------|----------------------------|---|
| Series C Preferred Stock | 07/20/2005 | ∞ ⁽¹⁾ | Common Stock | 477,000 | \$ ⁽²⁾ | D | ∞ |
| Warrants | 07/20/2005 | 05/26/2009 | Common Stock | 200,000 | \$ 5 | D | ∞ |
| Convertible Promissory Note | 07/20/2005 | 12/31/2008 | Common Stock | 1,440,750 | \$ ⁽³⁾ | D | ∞ |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| STANFORD INTERNATIONAL BANK LTD 5050 WESTHEIMER ROAD HOUSTON, TX 77056 | ∞ | ∞ X | ∞ | ∞ |

Signatures

James M. Davis, Chief Financial Officer
09/12/2005

__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) Series C Preferred Stock is convertible at any time.

(2) Conversion rate is calculated by dividing the Liquidation Value by the Market Price for the Common Stock at the time of conversion.

(3) Conversion rate is based on terms set forth in Credit Agreement dated December 18, 2003, as amended.

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.