IANNUCCI DOMENICO

Form 5

January 21, 2009

FORM 5

OMB APPROVAL

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

OMB 3235-0362 Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

January 31, Expires: 2005

1.0

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response...

may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Reported Form 4

30(h) of the Investment Company Act of 1940

Transactions Reported

1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer IANNUCCI DOMENICO Symbol **ACE MARKETING &** (Check all applicable) PROMOTIONS INC [AMKT] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director _X__ 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) 06/28/2008 150G SCHOOL ST. (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line)

WESTBURY, ÂNYÂ 11590

(State)

(Zip)

(City)

1. Title of

Security

(Instr. 3)

X Form Filed by One Reporting Person Form Filed by More than One Reporting

2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of (Month/Day/Year) Execution Date, if Transaction Acquired (A) or Securities Form: Direct Indirect Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership (Instr. 8) of Issuer's (Instr. 4) (Instr. 4)

(A) Fiscal Year or (Instr. 3 and 4) Amount (D) Price

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

SEC 2270 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 I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Am
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Sec
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Inetr 3)	Price of		(Month/Day/Vear)	(Instr 8)	Acquired (A) or		

(9-02)

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Derivative Disposed of (D) Security (Instr. 3, 4, and 5)

(A) (D) Date Expiration Title Exercisable Date

Convertible

Preferred \$ 0.5 06/28/2008 Â P4 100,000 Â 06/28/2008 12/15/2008 Common Stock

Stock

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

IANNUCCI DOMENICO
150G SCHOOL ST. Â Â X Â Â

WESTBURY, NYÂ 11590

Signatures

/s/ Domenico
Iannuci

**Signature of Reporting Person

O1/21/2009

Date

Explanation of Responses:

- * 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).
- (1) Not applicable.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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