

# Form 8-K for ACE MARKETING & PROMOTIONS INC

Other Events, Financial Statements and Exhibits

## Item 8.01 OTHER EVENTS.

The Registrant announced today (see Exhibit 99.1) that its previously filed Registration Statement which registered for resale 936,372 shares of Common Stock and 475,788 shares issuable upon exercise of its Class C Warrants (exercisable at \$1.75 per share) will become stale at the close of business on today's date. While investors who had registered securities may not utilize the Registration Statement and its accompanying Prospectus after today's date, the holders of these previously registered securities may sell shares of Common Stock as they become eligible for sale pursuant to Rule 144. Ace intends to file a Post-Effective Amendment to its Registration Statement with the Securities and Exchange Commission to register for resale all shares of Common Stock covered by the original Registration Statement that are not currently eligible for resale (without volume and other restrictions) pursuant to Rule 144(b)(1).

## Item 9.01 FINANCIAL STATEMENTS AND EXHIBITS.