

Alliance Distributors Holding Inc.  
 Form 3  
 November 30, 2007

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
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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	
STG Strategy Partners, L.P.		(Month/Day/Year)	Alliance Distributors Holding Inc. [ADTR.PK]	
(Last)	(First)	(Middle)	11/20/2007	
6269 ALPHA ROAD		4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)		(Check all applicable)		6. Individual or Joint/Group Filing(Check Applicable Line)
DALLAS, TX 75240		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below)    (specify below)		<input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

**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	8,466,671	D	^
Common Stock	100,000	I	By IRA of Basil Haymann
Common Stock	37,000	I	By IRA of Dot Haymann, spouse of Basil Haymann

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	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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Date Exercisable	Expiration Date	Title	Derivative Security (Instr. 4) Amount or Number of Shares	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
STG Strategy Partners, L.P. 6269 ALPHA ROAD DALLAS, TX 75240	^	^ X	^	^
Haymann Basil 640 INTERNATIONAL PARKWAY RICHARDSON, TX 75081	^	^ X	^	^
STG Strategy Investments, LLC 6269 ALPHA ROAD DALLAS, TX 75240	^	^ X	^	^

## Signatures

STG Strategy Partners, L.P., By: STG Strategy Investments, LLC, By: Basil Haymann, Managing Member	**Signature of Reporting Person	11/30/2007
	Date	
STG Strategy Investments, LLC, By: Basil Haymann, Managing Member	**Signature of Reporting Person	11/30/2007
	Date	
Basil Haymann	**Signature of Reporting Person	11/30/2007
	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).

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### Remarks:

This Form 3 is filed by each of STG Strategy Partners, L.P. ("Partners"); STG Strategy Investments

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.