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

FORM 8-K

CURENT REPORT
Pursuant to Section 13 or 15 (d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 23, 2016

B2 Digital, Incorporated
(Exact name of registrant as specified in its charter)

Delaware	0-11882	84-0916299
(State or other jurisdiction Of Incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Rodney P. Hunt Chairman 201 Chain Bridge Rd. McLean, VA. 22101 & Paul LaBarre CEO 3177 E. Redfield Rd., Gilbert, Az.85234
(Address of principal executive Offices) (Zip Code)

Registrant's telephone number, including areas code: (602)625-7653

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (See General Instructions A.2 below):

( ) Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

( ) Soliciting materials pursuant to Rule 14a- 12 under the Exchange Act (17 CFR 240.14a-12)

( ) Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b)

( ) Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c)

Item 1.01 B2 Digital, Inc., Board of Directors has meet and agreed to accept the resignation of Mr. Ernest G. McKay as Secretary and as a member of the Board of Directors of B2 Digital, Inc.

On September 23, 2016, B2 Digital, Inc., Board of Directors meets and discussed the written and signed resignation of Mr. Ernest G. McKay. Attending the meeting was C.E.O. Paul D.H. LaBarre and Director Andrew Georgens; Chairman Rodney P. Hunt was not available and did abstain from voting. It was determined to be in the best interest of B2 Digital, Inc. to accept Mr. Ernest McKay's written resignation.

Other than with respect to the transaction, there is no material relationship between the Company or any director or officer of the Company, or any associate of any such director or officer.

As of this date the B2 Digital, Inc. has not issued a Press Release concerning this matter.

Financial Statements and Exhibits can be found for B2 Digital on: www.otcmarkets.com Posted July 20, 2016, Quarterly Report – B2 Digital Quarterly Report June 30, 2016 Updated

(d) Exhibits

Exhibit No.	Description	
	10.1	Board of Directors resolution dated September 23, 2016
	10.2	Written and signed resignation of Mr. Ernest G. McKay

Pursuant to the requirements of the Security Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: September 23. 2016

B2 Digital, Incorporated

By:/s/ Paul D.H. LaBarre
Paul D.H. LaBarre
C.E.O. B2 Digital

B2 DIGITAL INC.

UNANIMOUS WRITTEN CONSENT
TO ACTION WITHOUT A MEETING
OF THE BOARD OF DIRECTORS

The undersigned, being all the directors of B2Digital Inc., a Delaware corporation (the "Company"), and acting by written consent without a meeting pursuant to Section 6 of Article V of the Bylaws of the Company and Section 141(f) of the Delaware General Corporations Law, hereby adopt the following resolutions effective as of the date first written below with the same force and effect as if adopted at a duly convened meeting of the Board of Directors:

1. **Approval of New Board Member.**

WHEREAS, the Company desires hereby agree to accept the written resignation of Mr. Ernest G. McKay; as Secretary and as a Board member of B2 Digital.

WHEREAS, the Company has received the written resignation of Mr. Ernest G. McKay as Secretary of B2 Digital, Inc. and Board member of B2 Digital. Upon the receipt of the letter of resignation, signed by Mr. Ernest G. McKay; the Board of Directors have meet and accepted the resignation of Mr. Ernest G. McKay as Secretary and as a member of the B2 Digital, Inc. Board of Directors.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Directors does hereby accept the written and signed resignation provided by Mr. Ernest G. McKay as Secretary and as a Director of the B2 Digital, Inc. Board of Directors.

RESOLVED, that the Board of Directors has concluded, in its good faith business judgment that the issuance of this offer is in the best interests of the Company;

2. **Omnibus**

RESOLVED, that any and all actions heretofore taken by the officers of the Company in its name and on its behalf in connection with the foregoing resolutions are hereby ratified, confirmed and approved in all respects as and for the acts of the Company by the Board of Directors of the Company.

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized, empowered and directed on behalf of and in the name of the Company at any time and from time to time and without further action by or authority or direction from the Board of Directors of the Company to take all such actions, to make or cause to be made and to execute and deliver any and all agreements, instruments, documents, and certificates and any and all changes, modifications or additions thereto, and to do or cause to be done any and all acts or thing as such officer deems necessary, advisable or appropriate to carry out the purposes and intent of the foregoing resolutions.

This Written Consent may be executed in one or more counterparts, each of which shall be deemed to be an original but all of which together shall constitute one and the same instrument.

IN WITNESS WHEREOF, the undersigned Directors have executed this Written Consent as of September 23, 2016.

ABSTAINED FROM VOTING–See Exhibit A

Rodney P. Hunt – Chairman

Paul D.H. LaBarre – C.E.O. - Director

Andrew Georgens - Director

EXHIBIT A

DISCLOSURE OF RODNEY P. HUNT

Rodney P. Hunt is an equity member of B2 Digital, Inc. and a member of the Board of Directors. Rodney P. Hunt as Chairman of the B2 Digital Board of Directors is the person named in this BOD Authorization. As such, THERE COULD BE AN INHERENT CONFLICT OF INTEREST.

All of the members of the B2 Digital Board of Directors have been so advised that this conflict could exist and that being the case Rodney P. Hunt has abstained from voting in regard to this BOD Authorization to approve a loan from Rodney P. Hunt to B2 Digital, Inc.

By the executing of the Board Resolution, B2 Digital acknowledges being Warned about the above and is waving the Company's right to assess a claim against Rodney P. Hunt, related to this Authorization and against any of the parties that are affiliated with Rodney P. Hunt for failing to inform the Board of Directors of B2 Digital, Inc. that there was in fact a possible conflict of interest.

16 September 2016

To whom it may concern:

I Ernest Gold McKay here do tender my resignation as Secretary and as a board member of B2 Digital immediately.

Ernest Gold McKay

