

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

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported): January 26, 2017

**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.)

Paul LaBarre CEO 25 N. Longmore, Mesa, Az. 85201  
(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 On February 6, 2017, B2 Digital, Inc. Board of Directors Authorized C.E.O. Paul D.H. LaBarre to open a new checking account with Wells Fargo

On February 6, 2017, B2 Digital, Inc. Board of Directors Authorized C.E.O. Paul D.H. LaBarre to open a new checking account with Wells Fargo Bank. In this Authorization the Board of Directors it is understood that this account would come under the "Direct Pay" services provided by Wells Fargo Bank.

Other than with respect to the transaction, there is no material relationship between the Company or any director and 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.octmarkets.com](http://www.octmarkets.com) Posted July 20, 2016, Quarterly Report – B2 Digital Quarterly Report June 30, 2016 Updated.

(d) Exhibits

| <u>Exhibit</u>  | <u>Description</u>                          |
|-----------------|---------------------------------------------|
| <u>No.</u> 10.1 | BOD Authorization for New Checking Account. |

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: February 6, 2017

B2 Digital, Incorporated

/s/ Paul D.H. LaBarre CEO

/s/Andrew Georgens CFO

**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 and Authorization for C.E.O. Paul D.H. LaBarre to open Bank Account**

**WHEREAS**, the Board of Directors have directed C.E.O. Paul D.H. LaBarre to open a bank checking account in the name of B2 Digital, Inc. The Board of Directors has selected Wells Fargo Bank as the banking concern. It is further requested by the Board of Director that said account should be under the "Direct Pay" system used by Wells Fargo Bank.

**WHEREAS**, the Company Approved and Authorized C.E.O. Paul D.H. LaBarre to open a bank checking account with Wells Fargo Bank. The Company further request by the Board of Director that said account should be under the "Direct Pay" system used by Wells Fargo Bank.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors does hereby provide for the Authorization to allow C.E.O. Paul D.H. LaBarre to open a bank checking account with Wells Fargo Bank. The Company further request by the Board of Director that said account should be under the "Direct Pay" system used by Wells Fargo Bank.

**RESOLVED**, that the Board of Directors has concluded, in its good faith business judgment that the issuance of this authorization 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.

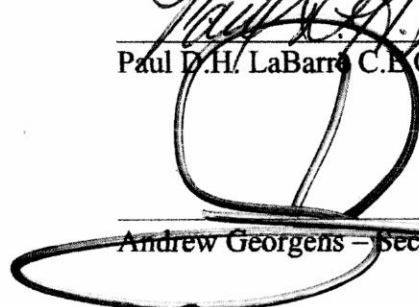
**RESOLVED**, that the officers of the Company be, and each of them hereby is, authorized, empowered and directed on behalf of and in the name of the Company at any time and from time to time and without further action by or authority or direction from the Board of Directors of the Company to take all 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 February 6, 2017

  
Paul D.H. LaBarre C.E.O. - Director

  
Andrew Georgens - Secretary - Director

  
February 6, 2017  
Greg P. Bell - Director