

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): June 9, 2011

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

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

<u>1030 S. Mesa Drive, Mesa, Arizona</u>	<u>85210</u>
(Address of principal executive Offices)	(Zip Code)

Registrant's telephone number, including areas code: (480)639-0876

(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 In Talks With nTELn Corporation For Possible Merger

JP De Joubner Chairman of the Board of Directors for nTELn Corporation has been in discussions Paul D.H. LaBarre C.E.O. of B2 Digital and several major shareholders of both Company's concerning a possible merger of the two Companies. nTELn Corporation is a based out of Florida with Company headquarters in Scottsdale, Arizona. nTELn Corporation (f.k.a. Clear Vocal) was organized under the laws of the State of Florida. In 2010, in order to better position itself for its Triple Play business strategy, the Company acquired all of the assets of three telecom and cable television operators. As a result of these acquisitions, the Company is able to offer its services in all U.S. sates, its territories and to over 240 countries worldwide.

nTELn Corporation currently has several head-ends in Arizona and Missouri. A Merger of this type would give the new Company as asset value in the millions and a management team with a combined experience of 300 years in the telecom, cable and technology environment. nTELn is set to raise \$25 Million in the private equity market and aim to being traded in one of the major exchanges in the U.S. within the next 24 months.

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 Company has issued a Press Release concerning this matter.

Item 9.01 Financial Statements and Exhibits can be found on: www.otcmarkets.com Posted May 16, 2011, Exhibit 99.1 Financials, on Page 4.

<u>Exhibit</u>	<u>Description</u>
<u>No.</u>	
10.1	Press Release - Attached

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: June 9, 2011

B2 Digital, Incorporated

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



EXHIBIT 10.1

Free Press Release 2.0 beta
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B2 Digital In Talks With nTeln For Possible Merger

By Paul D.H. LaBarre

2011-06-09

 Mesa, Arizona, Thursday, June 9, 2011 - B2 Digital, Inc. (BTDG.PK) is in discussion for a possible merger with nTELn Corporaiton, a Florida Corporation. 

For Immediate Release:

B2 Digital, Inc. and nTeln Corporation, a Tripe Play facilites service provider located in Florida with several head-ends in Arizona and Missouri. This merger would give the new company an asset value in the millions and a management team with a combined experience of 300 years in the telecom, cable and technology environment. nTELn is set to raise \$25 Million in the private equity market and aim at being traded in one of the major exchanges in the U.S. within the next 24 months.

About nTELn Corporation: (/b)

nTeln Corporation (f.k.a.) Clear Vocal) was organized on August 7, 2003 under the laws of the State of Florida. In 2010, in order to better position itself for its triple play business strategy, the Company acquired all of the assets of three telecom and cable television operators. As a result of these acquisitions, the Company is able to offer its services in all U.S. states, its territories and to over 240 countries worldwide. The Company is in its development stage and intends to establish a dominant national presence in the Triple-Play broadband, cable and telecom industry. These acquisitions position the combines Company assets to become one of the largest independant telecommunications provider in the area it services - bases on access lines, hubs and head-ends, with miles of a fiber core network. The benefits of acquiring and consolidating these companies includes the creation of an industry-leading communications provider; an expanded suite of products and solutions for our customers; enhanced employee opportunities over time from a larger company; greater financial strenght and stability; and the uniting of an experienced capable leadership team. The Company is now headquartered in Scottsdale, Arizona.

JP De Joubner, Chairman of the Board for nTELn "has stated a merger of this type with B2 Digital, Inc. is very execting; being able to join forces with a Company with this type of technical ability to provide the needed support of the NFL at Super Bowl 2008. In reviewing the past history of this company in the Communications industry it seems only fitting that this merger should take place".

For more information on B2 Digital, Inc. please go to the company website www.b2digital.us.(/b)

"Safe Harbor" Statement under the Private Securities Litigation Reform Act of 1995.

Statements in this press release relating to plans, strategies, economic performance and trends, projections of results of specific activities ot investments, and other statements that are not descriptions of historical facts may be forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of Securitites Act of 1933 and subject to risks and uncertainties, and acutal results could differ materially from those currently anticipated due to a number of factors, which include, but are not limited to, rick factors inherent in doing business. Forward-looking statements may be indentified by terms such as "may," "will," "should," "could," "expects," "palns," "intends," "anticipates," "believes," "estimates," "predicts," "forecasts," "potential," or "continue," or similar terms or the negative of these terms. Although we believe that the expectations reflected in the forward-looking statements are reasonable, we cannot guarantee future results, levels of activity, performance or achievements. The company has no obligation to update these forward-lookng statements.

Source: B2 Digital, Inc.

Contact: Paul LaBarre CEO 480-639-0876

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For more information:

Contact us: 1030 S. Mesa Drive, Mesa, Arizona 85210

Source: <http://www.Free-Press-Release.com/>