

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 10, 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 Company's Merger Discussion with nTELn Corporation

On June 9, 2011, the Company inadvertently prepared and released a news release which contained information regarding merger discussions between nTELn Corporation and the Company. In connection with the release of this information, there were no reviews or approvals from the board of directors of nTELn Corporation to authorize the release of this information. Some of this information may be inaccurate or misleading to the public. As such, the Company has retracted the news release dated June 9, 2011. The information contained in the prior disclosure may not be relied upon in making any investment decision regarding the Company's securities.

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 10, 2011

B2 Digital, Incorporated

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



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B2 DIGITAL, Inc. Provides Update Merger Dscussions

June 10, 2011 Communications news in Mesa, Arizona, United States of America

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MESA, Ariz., June 10, 2011 -- B2 Digital, Inc. (Pink Sheets - BTDG) is pleased to provide an update to its shareholders with respect to its discussions with nTELn Corporation about a possible Merger.

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FOR IMMEDIATE RELEASE

Mesa, Arizona, United States of America (Free-Press-Release.com) June 10, 2011 --

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For more informaiton on B2 Digital, Inc. please go to the company website at:
<http://www.b2digital.us>

This press release contains statements (such as projections regarding future performance) that are forward-looking statements as defined in the Private Securities Litigation Reform Act of 1995. Actual results may differ materially from those projected as a result certain risk and uncertainties, including nut not limited to those detailed from time to time in the Company's filings with OTC Markets.com. All business projects are subject to numerous rick factors including changing regulations and other factors that may depend on funding and approval of government agencies.

CONTACT: For B2 Digital

Wyndam Media Group

Mick Bazsuly

Phone: 954-513-7911

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Contact Information



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About the author

I have been in the Media Communications world for over 30 years. I have enjoyed all of the advancements that I have been able to be a part over that period of time. I look

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