

Bauer Roy A.
Form 3/A
August 09, 2010

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

OMB APPROVAL

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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 | |
| Â Bauer Roy A. | | (Month/Day/Year) | Digitiliti Inc [DIGI.PK] | |
| (Last) | (First) | (Middle) | 10/13/2008 | |
| 266 EAST 7TH STREET | | 4. Relationship of Reporting Person(s) to Issuer | | |
| (Street) | | (Check all applicable) | | |
| ST. PAUL, MN 55075 | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) CEO and President | | |
| (City) | (State) | (Zip) | 5. If Amendment, Date Original Filed(Month/Day/Year) | |
| | | | 02/18/2009 | |
| 1. Title of Security | | 2. Amount of Securities Beneficially Owned | 3. Ownership | 4. Nature of Indirect Beneficial Ownership |
| (Instr. 4) | | (Instr. 4) | Form: | (Instr. 5) |
| Common Stock, par value \$0.001 | | 332,286 ⁽¹⁾ | Direct (D) or Indirect (I) | |
| | | | (Instr. 5) | |
| | | | D | Â |

Table I - Non-Derivative Securities Beneficially Owned

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 | 2. Date Exercisable and Expiration Date | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security | 6. Nature of Indirect Beneficial Ownership |
| (Instr. 4) | (Month/Day/Year) | (Instr. 4) | | Form of Derivative Security: Direct (D) or Indirect | (Instr. 5) |
| | Date Exercisable | Title | Amount or Number of | | |

Shares (I)
(Instr. 5)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Bauer Roy A. 266 EAST 7TH STREET ST. PAUL, MN 55075 | X | | CEO and President | |

Signatures

Roy A. Bauer 08/09/2010
 **Signature of Date
 Reporting Person

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).
- (1) The Form 3 was initially filed with the SEC on February 18, 2009. This Form 3 is being amended to include the 332,286 shares of common stock held by Mr. Bauer and his spouse jointly that were inadvertently left out of the original filing.

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.