

Dishon Terry
Form 3
December 06, 2012

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 *

Â Dishon Terry

(Last) (First) (Middle)

15242 39TH LANE NW

(Street)

WILLISTON,Â NDÂ 58801

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/26/2012

3. Issuer Name and Ticker or Trading Symbol
Digerati Technologies, Inc. [DTGID]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
____X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

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
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)

Title Amount or Number of Shares

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)
or Indirect (I)
(Instr. 5)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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Convertible Preferred Stock	12/30/2012 ⁽¹⁾	12/30/2012	Common Stock	2,000,000 ⁽²⁾	\$ 0	D	Â
Convertible Preferred Stock	12/30/2012 ⁽¹⁾	12/30/2012	Common Stock	4,000,000 ⁽³⁾	\$ 0	I	Member of Riverfront Capital, LLC ⁽⁴⁾

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dishon Terry 15242 39TH LANE NW WILLISTON, ND 58801	Â	Â X	Â	Â

Signatures

Terry Dishon 12/06/2012

**Signature of
Reporting Person Date

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) This date is approximately 12/30/2012. Preferred stock is convertible automatically to Common stock on effective date of Schedule 14C.
- (2) Reporting owner has a direct contractual right to acquire common stock (2,000,000).
- (3) Reporting owner has a direct contractual right to acquire common stock (4,000,000).
- (4) The 4,000,000 shares mentioned are issued to Riverfront Capital, LLC. Terry Dishon is indirectly acquiring these 4,000,000 shares of Common Stock, as he is the member of Riverfront Capital, LLC.

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.