

BAUER ROY  
Form 3  
February 18, 2009

**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 <b>and</b> Ticker or Trading Symbol                              |                                                                        |
| Â BAUER ROY                               |          | (Month/Day/Year)                     | Digitiliti Inc [DIGI.PK]                                                        |                                                                        |
| (Last)                                    | (First)  | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer                                | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
|                                           |          | 10/13/2008                           |                                                                                 |                                                                        |
| N6654 STATE HWY 25                        |          |                                      | (Check all applicable)                                                          | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
|                                           | (Street) |                                      | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| DURAND,Â WIÂ 54736                        |          |                                      | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other      | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City)                                    | (State)  | (Zip)                                | (give title below)                                                              | (specify below)                                                        |
|                                           |          |                                      | President                                                                       |                                                                        |

**Table I - Non-Derivative Securities Beneficially Owned**

|                                    |                                                          |                                                                   |                                                          |
|------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|                                               | Date Exercisable                                            | Expiration Date                                                                | Title                                                  | Amount or Number of Shares                                                               |                                                          |

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|         |            |            |              |                       |          |   |   |
|---------|------------|------------|--------------|-----------------------|----------|---|---|
| Options | 10/13/2008 | 10/13/2018 | Common Stock | 125,000<br><u>(1)</u> | \$ 0.385 | D | Â |
| Options | 02/06/2009 | 02/06/2019 | Common Stock | 100,000<br><u>(2)</u> | \$ 0.385 | D | Â |

## Reporting Owners

| Reporting Owner Name / Address                      | Relationships |           |             |       |
|-----------------------------------------------------|---------------|-----------|-------------|-------|
|                                                     | Director      | 10% Owner | Officer     | Other |
| BAUER ROY<br>N6654 STATE HWY 25<br>DURAND, WI 54736 | Â X           | Â         | Â President | Â     |

## Signatures

Roy A. Bauer                      02/18/2009  
 \*\*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) Mr. Bauer was awarded the option to acquire 125,000 shares of the Company when he was elected to the Board of Directors on October 13, 2008, with a three year vesting, at an exercise price of \$0.385 per share, with a ten year term.
  - (2) On February 6, 2009, the Board of Directors of the Company granted Mr. Bauer the option to acquire 100,000 shares, with a three year vesting, at an exercise price of \$0.385 per share, with a ten year term.

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.