

TRINITY LEARNING CORP

Form 8-K

August 16, 2005

**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): August 16, 2005

Trinity Learning Corporation

(Exact name of registrant as specified in its charter)

Utah

0-8924

73-0981865

(State or other jurisdiction
of incorporation)

(Commission
File Number)

(I.R.S. Employer
Identification No.)

3685 Mt. Diablo Blvd., Suite 161,
Lafayette, California

94549

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: 925-284-8025

Not Applicable

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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material 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))
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Item 8.01 Other Events.

On August 16, 2005, Trinity Learning Corporation issued a corporate newsletter and published the newsletter to its website. The full text of the newsletter is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

99.1 Text of Trinity Learning Corporation Newsletter dated August 16, 2005.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Trinity Learning Corporation

August 16, 2005

By: /s/ Douglas Cole

Name: Douglas Cole

Title: Chief Executive Officer

Exhibit Index

Exhibits

99.1 Text of Trinity Learning Corporation Newsletter dated August 16, 2005.