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URBAN TELEVISION NETWORK CORP  
Form 8-K  
July 08, 2005

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF  
OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: July 8, 2005

URBAN TELEVISION NETWORK CORPORATION

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(Exact Name of registrant as specified in its Charter)

Nevada	33-58972	22-2800078
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(State of Incorporation)	Commission File No.	(IRS Employer Identification No.)

2707 South Cooper St. Suite 119	Arlington, TX	76015
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(Address of principal executive offices)		(Zip Code)

Registrant's telephone number, ( 817 )	303	-	7449
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(Registrant's former name and address)

Item 3.02 Unregistered Sales of Equity Securities.

The Company has made the following sales of unregistered securities that in the aggregate Exceed 1% of outstanding shares:

06/30/05	2,500,000 shares of common stock to management personnel in exchange for services at \$0.10 per share.
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The above sales of unregistered securities were made pursuant to Regulation D Rule 506.

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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.

Dated: July 8, 2005

Urban Television Network Corporation

/s/ Randy Moseley

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By: Randy Moseley

Title: Chief Financial Officer