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TRINITY LEARNING CORP  
Form 8-K  
January 06, 2004

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): January 6, 2004  
(December 17, 2003)

Trinity Learning Corporation  
(Exact Name of Registrant as Specified in Its Charter)

Utah  
(State of Other Jurisdiction of Incorporation)

0-8924 73-0981865  
(Commission File Number) (IRS Employer Identification No.)

1831 Second Street  
Berkeley, California 94710  
(Address of Principal Executive Offices) (Zip Code)

(510) 540-9300  
(Registrant's Telephone Number, Including Zip Code)

(Former Name or Former Address, if Changed Since Last Report)

Item 5. Other Events

On January 6, 2004, Trinity Learning Corporation issued a press release announcing settlement of its litigation with CBL Global Corporation and other related parties. A copy of the press release is attached hereto and incorporated herein by this reference.

Item 7. Financial Statements and Exhibits.

Exhibits

10.1 Settlement Agreement dated December 17, 2003

99.1 Press Release dated January 6, 2004

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.

Date: January 6, 2004 TRINITY LEARNING CORPORATION  
By: /s/ Douglas Cole

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Douglas Cole, Chief Executive Officer