

PLAYERS NETWORK
Form SC 13G/A
October 21, 2016

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

SCHEDULE 13G

(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT

TO § 240.13d-1(b), (c), AND (d) AND AMENDMENTS THERETO FILED

PURSUANT TO § 240.13d-2

(Amendment No. 1)*

Players Network

(Name of Issuer)

Common Stock, \$.001 par value

(Title of Class of Securities)

72811P 10 2

(CUSIP Number)

August 22, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

☒ Rule 13d-1(b)

☐ Rule 13d-1(c)

☒ Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to *the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 72811P 10 2 13G Page 2 of 5 Pages

NAME OF REPORTING
PERSONS

1

Laurence S. Zipkin

CHECK
THE
APPROPRIATE
BOX IF A
MEMBER
OF A (a)
GROUP
(SEE (b)
INSTRUCTIONS)

2

SEC USE ONLY

3

CITIZENSHIP OR
PLACE OF
ORGANIZATION

4

Minnesota

NUMBER OF	SOLE
	VOTING
	POWER
SHARES	5
BENEFICIALLY	17,000,000
OWNED BY	
EACH	6 SHARED
	VOTING
	POWER
REPORTING	

PERSON

WITH

0
SOLE
DISPOSITIVE
POWER

7

17,000,000
8 SHARED
DISPOSITIVE
POWER

9

0
AGGREGATE
AMOUNT
BENEFICIALLY
OWNED BY EACH
REPORTING PERSON

10

17,000,000
CHECK
BOX IF
THE
AGGREGATE
AMOUNT
IN ROW (9)
EXCLUDES "
CERTAIN
SHARES
(SEE
INSTRUCTIONS)

11

PERCENT OF CLASS
REPRESENTED BY
AMOUNT IN ROW (9)

4.2%

12

TYPE OF REPORTING
PERSON (SEE
INSTRUCTIONS)

IN

Item 1(a). Name of Issuer:

Players Network

Item 1(b). Address of Issuer's Principal Executive Offices:

1771 E. Flamingo Road, #201-A, Las Vegas, NV 89119.

Item 2(a). Name of Person Filing:

Laurence S. Zipkin

Item 2(b). Address of Principal Business Office, or if none, Residence:

130 Cheshire Lane, Suite 203, Minnetonka, MN 55305

Item 2(c). Citizenship:

United States

Item 2(d). Title of Class of Securities:

Common Stock, \$.001 par value

Item 2(e). CUSIP Number:

72811P 10 2

Item 3. If This Statement is Filed Pursuant to §§ 240.13d-1(b), or 240.13d-2(b) or (c), check whether the person filing is a:

(a) ☐ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o);

(b) ☐ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);

(c) ☐ Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);

(d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);

(e) ☐ An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);

(f) ☐ An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);

(g) ☐ A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

(h) £ A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) £ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act (15 U.S.C. 80a-3);

(j) £ A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);

(k) £ Group, in accordance with ' 240.13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:

_____.

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Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

8,500,000 shares of Common Stock and warrants to purchase 8,500,000 shares of common stock

(b) Percent of class:

4.2%

(Based upon the Issuer's most recently filed Form 10-Q, the Issuer has 404,882,472 shares outstanding as of August 22, 2016.)

(c) Number of shares as to which such person has:

Laurence S. Zipkin has sole voting and dispositive power of 8,500,000 shares of Common Stock and a Warrant to purchase 8,500,000 shares.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than 5 percent

of the class of securities, check the following: ☒ x

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

N/A

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person.

N/A

Item 8. Identification and Classification of Members of the Group.

N/A

Item 9. Notice of Dissolution of Group.

N/A

Item 10. Certifications.

(a) Not applicable

(b) Not applicable

(c) By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: October 20, 2016

By: Laurence S. Zipkin
Laurence S. Zipkin