longer subject to

Section 16. Form 4 or

Form 5 obligations

may continue. See

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Respo	nses)							
Name and Addres Morelli Alan	s of Reporting Perso	Symbol	ame and Ticl P [DGCO.0	ker or Trading	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner			
C/O DIGICORP, AVENUE	First) (Middle 4143 GLENCOE			ction	Officer (give title below)	Other (s	specify below)	
MARINA DEL R	Street) EY, CA 90292	4. If Amenda Filed(Month/E	ment, Date O	riginal	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (Zip)	Table I -	Non-Deriva	tive Securities Acqu	ired, Disposed of, or l	Beneficially	Owned	
1.Title of Security (Instr. 3)			3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership	
Reminder: Report on directly or indirectly.		ach class of securiti	es beneficially	y owned				
			in re	formation contain	nd to the collection ed in this form are r I unless the form dis I control number.	not	SEC 1474 (9-02)	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned $(\it e.g., puts, calls, warrants, options, convertible securities)$

1. Title of	2.	Transaction	3A. Deemed	4.		5. Numbe	r of	Date Exerci	sable and	7. Title and	Amount	8. Price of	9. Number of	10.	11. Nature	
Derivative	Conversion	Date	Execution Date, if	Transact	tion	Derivative	,	Expiration Da	te	of Underlyi	ing	Derivative	Derivative	Ownership	of Indirect	
Security	or Exercise	(Month/Day/Year)	any	Code		Securities		(Month/Day/Y	(ear)	Securities		Security	Securities	Form of	Beneficial	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired	(A)			(Instr. 3 and	14)	(Instr. 5)	Beneficially	Derivative	Ownership	
	Derivative					or Dispos	ed						Owned	Security:	(Instr. 4)	
	Security					of (D)							Following	Direct (D)		
						(Instr. 3, 4	١,						Reported	or Indirect		
						and 5)							Transaction(s)	(I)		
											Amount		(Instr. 4)	(Instr. 4)		
								Date	Expiration	m. i	or					
								Exercisable	Date	Title	Number			i		
				Code	V	(A)	(D)				of Shares					
Stock																
Options										Common						
(right to	\$ 0.14	08/29/2007		Α		250,000		08/29/2008	08/29/2017	Common Stock	250,000	\$0	250,000	D		
										Stock				i		
buy)																

Reporting Owners

D (Add	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Morelli Alan C/O DIGICORP 4143 GLENCOE AVENUE MARINA DEL REY, CA 90292	Х						

Signatures

/s/ Alan Morelli	08/30/2007
Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

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.