

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2009-01-26** | Period of Report: **2009-01-09**
SEC Accession No. **0001161697-09-000129**

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ISSUER

Beta Music Group, Inc.

CIK: **1452164** | IRS No.: **260582871** | State of Incorporation: **FL** | Fiscal Year End: **1231**
SIC: **3652** Phonograph records & prerecorded audio tapes & disks

Mailing Address
*150 E. ANGELENO AVE.
1426
BURBANK CA 91502*

Business Address
*150 E. ANGELENO AVE.
1426
BURBANK CA 91502
818-539-6507*

REPORTING OWNER

Freeman Marshall Bennie

CIK: **1454675**
Type: **3** | Act: **34** | File No.: **333-156235** | Film No.: **09545059**

Mailing Address
*1934 LINCOLN
HOLLYWOOD FL 33020*

Business Address
3059921475

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**INITIAL STATEMENT OF BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <u>Freeman Marshall Bennie</u> (Last) (First) (Middle) 1934 LINCOLN (Street) HOLLYWOOD, FL 33020 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/09/2009	3. Issuer Name and Ticker or Trading Symbol <u>Beta Music Group, Inc. [NONE]</u>		
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		5. If Amendment, Date Original Filed (Month/Day/Year)
				6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	50,000 (1) (2)	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

- Includes shares of common stock received on 1-9-2009 as follows: (1) 35,000 shares for services rendered as Director for January 2008 through October 2008 at \$0.01 per share.
- Includes shares of common stock received on 1-20-2009 as follows: (1) 15,000 shares for services rendered as Director for November 2008 through January 2009 at \$0.01 per share.

Signatures

/s/ Marshall Freeman

** Signature of Reporting Person

01/26/2009

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.