

**SCHEDULE 13G**

**UNDER THE SECURITIES EXCHANGE ACT OF 1934**

**(Amendment No. 1)\***

**MASSROOTS, INC.**

(Name of Issuer)

**COMMON STOCK**

(Title of Class of Securities)

**57630J106**

(CUSIP Number)

**December 31, 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 ("Act") 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* ).

1	NAMES OF REPORTING PERSONS <b>Isaac Dietrich</b>		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP N/A		(a) <input type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY		
4	CITIZENSHIP OR PLACE OF ORGANIZATION <b>United States of America</b>		
	NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER 6 SHARED VOTING POWER 7 SOLE DISPOSITIVE POWER 8 SHARED DISPOSITIVE POWER	<b>17,743,831</b> <b>0</b> <b>17,743,831</b> <b>0</b>
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		<b>17,743,831</b>
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES		<input type="checkbox"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		<b>24.7%</b>
12	TYPE OF REPORTING PERSON		<b>IN</b>

**SCHEDULE 13G**

**Item 1(a).** **Name of Issuer:** MassRoots, Inc.

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

1624 Market Street, Suite 201  
Denver, Colorado 80202

**Item 2(a).** **Name of Person Filing:** Isaac Dietrich

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

1624 Market Street, Suite 201  
Denver, Colorado 80202

**Item 2(c).** **Citizenship:** United States of America

**Item 2(d).** **Title of Class of Securities:** Common Stock, \$0.001 par value

**Item 2(e).** **CUSIP Number:** 57630J106

**Item 3.** **If this statement is filed pursuant to Rule 13d-1(b) or Rule 13d-2(b) or (c), check whether the person filing is a:** Not Applicable.

**Item 4.** **Ownership:**

(a) Amount beneficially owned: 17,743,831\*

(b) Percent of class: 24.7%\*\*

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

(i) Sole power to vote or to direct the vote: 17,743,831

(ii) Shared power to vote or to direct the vote: 0

(iii) Sole power to dispose or to direct the disposition of: 17,743,831

(iv) Shared power to dispose or to direct the disposition of: 0

\* The number of shares of Common Stock shown above as beneficially owned by Isaac Dietrich includes (1) 17,718,831 shares of Common Stock issued and outstanding in his name, (2) warrants to purchase 5,000 shares of Common Stock at \$1.00 per share; and (3) warrants to purchase 20,000 shares of Common Stock at \$0.90 per share. Please note that in Mr. Dietrich's most recently filed Form 4 (August 31, 2016), Table I erroneously included the above 25,000 warrant shares in the calculation of the aggregate amount of Common Stock beneficially owned by Mr. Dietrich.

\*\* Based on the 71,908,370 shares of Common Stock outstanding as of December 31, 2016, plus 25,000 shares of Common Stock that would be issued upon the exercise of Mr. Dietrich's warrants.

**Item 5.** **Ownership of Five Percent or Less of a Class:** Not Applicable.

**Item 6.** **Ownership of More than Five Percent on Behalf of Another Person:** Not Applicable.

**Item 7.** **Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:** Not Applicable.

**Item 8.** **Identification and Classification of Members of the Group:** Not Applicable.

**Item 9.** **Notice of Dissolution of Group:** Not Applicable.

**Item 10.** **Certifications:** Not Applicable.

**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.

February 9, 2017

\_\_\_\_\_  
**Date**

/s/ Isaac Dietrich

\_\_\_\_\_  
**Signature**

Isaac Dietrich

\_\_\_\_\_  
**Name**