

Manually signed
1205808

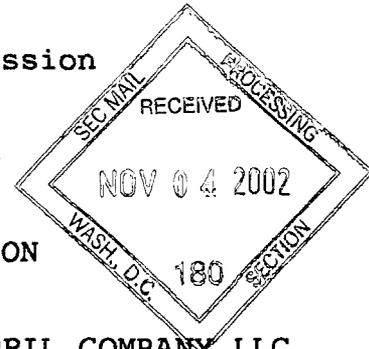
FORM D

U.S. Securities and Exchange Commission
Washington, D.C. 20549



02064613

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION



Name of Offering: ENCHANTED APRIL COMPANY LLC
(Check if this is an amendment and name has changed, and indicate change.)

Filed under: Rule 504 Rule 505 Rule 506
 Section 4(6) ULOE

Type of Filing: New Filing Amendment

A. BASIC IDENTIFICATION DATA

1. Name of Issuer: ENCHANTED APRIL COMPANY LLC
Address of Executive Offices Telephone
180 West 58th Street, Suite #1B 212 ~~456~~-6745
New York, NY 10019 489

Address of Principal Business Operations if different:
N/A

Brief Description of Business:
Production of stage play, "ENCHANTED APRIL"

Type of business Organization:
limited liability company

Estimated or actual date of Organization: 7/2002

Estimated Actual

Jurisdiction of Organization: NY

2.
=====

Categories that apply:
Beneficial Owner, Promoter, Managing Member

Name and Address:
Richards, Jeffrey
180 West 58th Street
New York, NY 10019

=====

PROCESSED

NOV 18 2002
THOMSON
FINANCIAL

EGM

=====

Categories that apply:

Beneficial Owner, Promoter, Managing Member

Name and Address:

Good Friends, LLC
915 15th Street, N.W., Suite 601
Washington, D.C. 20005

=====

Categories that apply:

Officer and Director of Corporate Managing Member
[Manager of LLC Managing Member]

Gross, Richard A.
915 15th Street, N.W., Suite 601
Washington, D.C. 20005

=====

Categories that apply:

Officer and Director of Corporate Managing Member
[Manager of LLC Managing Member]

Name and Address:

Berman, Ellen
2737 Devonshire Place, NW, Apt. 102
Washington, DC 20008

=====

Categories that apply:

Officer and Director of Corporate Managing Member
[Manager of LLC Managing Member]

Name and Address:

Richards, Jeffrey
180 West 58th Street
New York, NY 10019

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?

 YES x NO

2. What is the minimum investment that will be accepted from any individual? \$5,000

3. Does the offering permit joint ownership?

 x YES NO

4. Information about persons receiving commission or similar remuneration for soliciting purchasers: N/A

C. OFFERING PRICE, NUMBER OF INVESTORS,
EXPENSES, AND USE OF PROCEEDS

1. <u>Type of Security</u>	<u>Aggregate Offering Price</u>	<u>Amount Already Sold</u>
Debt	0	0
Equity	0	0
Convertible Securities (including warrants)	0	0
Partnership Interests		
Other	0	0
Limited Liability Company Interests	\$2,250,000	
TOTAL	\$2,250,000	0

2.	<u>Number of Investors</u>	<u>Aggregate Dollar Amount of Purchases</u>
Accredited Investors	0	0
Non-Accredited Investors	0	0
TOTAL (for filings under Rule 504 only)	0	0

3. For Filings Under 504, 505, all information for all securities sold by issuer to date in offerings of the types indicated in the 12 months prior to the first sale of securities in this offering.

<u>Type of Offering</u>	<u>Type of Security</u>	<u>Dollar Amount Sold</u>
Rule 505	N/A	0
Regulation A	N/A	0
Rule 504	N/A	0
TOTAL	None	0

4.

a. Expenses in connection with the issuance and distribution of the securities in this offering, excluding amounts relating solely to organization expenses of issuer

Transfer Agent's Fees	_____	\$
Printing and Engraving Costs	_____	\$
Legal Fees	<u> x </u>	\$ 10,000
Accounting Fees	_____	\$
Engineering Fees	_____	\$
Sales Commissions	_____	\$
Other Expenses (Identify) Blue Sky photocopying, etc.	<u> x </u>	\$ 2,000
 TOTAL:	 <u> x </u>	 \$ 12,000

b. The difference between aggregate offering price in Part C., question 1 and Total Expenses:

 x \$2,238,000

5. Amount of adjusted gross proceeds to the issuer

	Payments to Officers, Directors & <u>Affiliates</u>	Payments to Others
Salaries and Fees	<u> x </u> \$11,600	<u> x </u> \$ 286,900
Purchase of Real Estate	_____ \$	_____ \$
Purchase, rental or leasing and installation of machinery and equipment	_____ \$	_____ \$
Construction or leasing of plant buildings and facilities	_____ \$	_____ \$
Acquisition of other businesses*	_____ \$	_____ \$

*(including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)

Repayment of indebtedness	—	\$	—	\$
Working capital	—	\$	—	\$
Other: physical production (sets, costumes, props, etc.)	<u>x</u>	\$	<u>x</u>	\$ 321,000
Rehearsal & casting expenses, bonds, deposits, advances; advertising & promotion; general & administrative; reserve	<u>x</u>	\$ 10,500	<u>x</u>	\$1,608,000
Column Totals:	<u>x</u>	\$ 22,100	<u>x</u>	\$2,215,900
Total Payments Listed: (column totals added)		<u>x</u>	\$2,238,000	

D. FEDERAL SIGNATURE

The issuer has duly caused this notice to be signed by the undersigned duly authorized person. If this notice is filed under Rule 505, the following signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchange Commission, upon written request of its staff, the information furnished by the issuer to any non-accredited investor pursuant to paragraph (b)(2) of Rule 502.

Issuer:	Signature:	Date:
ENCHANTED APRIL COMPANY LLC		<i>10/25/02</i>

	
Name of Signer:	Title of Signer:
Jeffrey Richards	Managing Member of the Issuer
