

*Manually  
Served*

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



03004073

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

Name of Offering: BARBRA'S WEDDING LLC

(\_\_\_ Check if this is an amendment and name has changed, and indicate change.)

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

Type of Filing: x New Filing \_\_\_ Amendment

*1214076*

A. BASIC IDENTIFICATION DATA

1. Name of Issuer: BARBRA'S WEDDING LLC

Address of Executive Offices Telephone  
230 West 41st Street, 20th Fl. 212 575-9710  
New York, NY 10036

Address of Principal Business Operations if different:  
N/A

**PROCESSED**  
JAN 15 2003  
THOMSON  
FINANCIAL

Brief Description of Business:

Production of musical stage play, "BARBRA'S WEDDING"

Type of business Organization:  
limited liability company

Estimated or actual date of Organization: 11/2002

\_\_\_ Estimated X Actual

Jurisdiction of Organization: NY

2.

Categories that apply:  
Beneficial Owner, Promoter, Managing Member

Name and Address:  
Dodger Stage Holding Theatricals, Inc.  
230 West 41st Street, 20th Fl.  
New York, NY 10036

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Categories that apply:  
Officer and Director of Corporate Managing Member

Name and Address:  
David, Michael  
48 West 68th Street, #8D  
New York, NY 10023

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Categories that apply:  
Officer and Director of Corporate Managing Member

Name and Address:  
de Levita, Robin  
Museumplein 9  
1071 DJAmsterdam  
The Netherlands

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Categories that apply:  
Officer and Director of Corporate Managing Member

Name and Address:  
Strong, Edward  
600 West End Avenue  
New York, New York 10024

B. INFORMATION ABOUT OFFERING

1. Has the issuer sold, or does the issuer intend to sell, to non-accredited investors in this offering?  
 YES      NO
2. What is the minimum investment that will be accepted from any individual?     \$5,000
3. Does the offering permit joint ownership?  
 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

<u>1. 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	\$550,000	
TOTAL	\$550,000	0

2.	Number of Investors	Aggregate Dollar Amount of Purchases
	<u>          </u>	<u>          </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	<u>          </u>	\$	
Printing and Engraving Costs	<u>          </u>	\$	
Legal Fees	<u>  x  </u>	\$	5,000
Accounting Fees	<u>          </u>	\$	
Engineering Fees	<u>          </u>	\$	
Sales Commissions	<u>          </u>	\$	
Other Expenses (Identify) Blue Sky photocopying, etc.	<u>  x  </u>	\$	2,000
TOTAL:	<u>  x  </u>	\$	7,000

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

  x             \$ 543,000

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> \$32,000	<u>  x  </u> \$150,000
Purchase of Real Estate	<u>    </u> \$	<u>    </u> \$
Purchase, rental or leasing and installation of machinery and equipment	<u>    </u> \$	<u>    </u> \$
Construction or leasing of plant buildings and facilities	<u>    </u> \$	<u>    </u> \$
Acquisition of other businesses*	<u>    </u> \$	<u>    </u> \$

\*(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	<u>    </u> \$	<u>    </u> \$
Working capital	<u>    </u> \$	<u>    </u> \$
Other: physical production (sets, costumes, props, etc.)	<u>  x  </u> \$	<u>  x  </u> \$103,000
Rehearsal & casting expenses, bonds, deposits, advances; advertising & promotion; general & administrative; reserve	<u>  x  </u> \$ 8,000	<u>  x  </u> \$250,000
Column Totals:	<u>  x  </u> \$40,000	<u>  x  </u> \$493,000
Total Payments Listed: (column totals added)	<u>  x  </u> \$ 543,000	

**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.

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Issuer:	Signature:	Date:
BARBRA'S WEDDING LLC		1/7, 2003
Name of Signer: Michael David	Title of Signer: President, Dodger Stage Holding Theatricals, Inc. Managing Member of the Issuer	

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