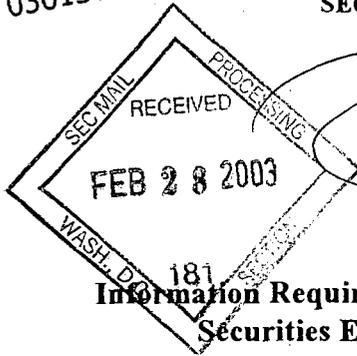




AS 3/5/03

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
OMB Number: 3235-0123  
Expires: October 31, 2004  
Estimated average burden  
hours per response..... 12.00



**ANNUAL AUDITED REPORT**  
**FORM X-17A-5**  
**PART III**

SEC FILE NUMBER  
8- 23972

FACING PAGE  
Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING 01/01/02 AND ENDING 12/31/02  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: Saddlebrook Investments, Inc.

OFFICIAL USE ONLY  
FIRM I.D. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

5700 Saddlebrook Way

(No. and Street)

Wesley Chapel,

Florida

33543-4499

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

Robert A. Shaw, Corporate Controller

813-907-4680

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

See attached Notice Pursuant to Rule 17a-5(e)(1)(ii)

(Name - if individual, state last, first, middle name)

(Address)

(City)

(State)

(Zip Code)

**CHECK ONE:**

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

**PROCESSED**

**MAR 18 2003**

**FOR OFFICIAL USE ONLY**

**THOMSON  
FINANCIAL**

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

AS  
3/17/2003

OATH OR AFFIRMATION

I, Donald Allen, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Saddlebrook Investments, Inc., as of December 31, 2002, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:

N/A

ELIZABETH K. FRASSRAND  
Notary Public, State of Florida  
My Commission Expires Mar. 20, 2005  
Com. No. DD011017

Donald Allen  
Signature  
Vice President and Treasurer  
Title

Elizabeth K. Frassrand  
Notary Public

This report \*\* contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

Saddlebrook Investments, Inc.  
Notice Pursuant to Rule 17a-5(e)(1)(ii)  
December 31, 2002

Re: SEC File No. 8-23972  
NASD Firm ID No. 013448  
Florida File No. 013274D

Pursuant to Rule 17a-5(d)(2), the attached annual report is in a format that is consistent with Form X-17A-5, Part IIA.

The attached report does not contain audited financial statements because this company only transacts its securities business for a single issuer and is, therefore, exempt from the requirements of audited financial statements. This exemption is pursuant to Rule 17a-5(e)(1)(i)(A) of the Securities and Exchange Act of 1934 and Rule 3E-300.002(3)(D) of the Florida Division of Securities.

Manually signed copies of this report have been filed with:

U. S. Securities and Exchange Commission  
Division of Market Regulation  
450 5th Street, NW  
Washington, DC 20549

U. S. Securities and Exchange Commission  
Southeast Regional Office  
801 Brickell Avenue, Suite 1800  
Miami, Florida 33131

NASD / Systems Support  
Attention: Sherry Lawrence  
9509 Key West Avenue, 3rd Floor  
Rockville, Maryland 20850

Saddlebrook Investments, Inc.  
 Balance Sheet  
 December 31, 2002  
 (Unaudited)

	Allowable	Non- allowable	Total
	-----	-----	-----
<b>Assets</b>			
Cash	26,604		26,604
Other securities	150,120		150,120
Receivable from non-customers		5,750	5,750
Receivable from affiliate		372,722	372,722
	-----	-----	-----
Total assets	176,724	378,472	555,196
	=====	=====	=====
<b>Liabilities and Ownership Equity</b>			
Accounts payable and accrued liabilities	2,677		2,677
	-----	-----	-----
Total liabilities	2,677	0	2,677
	=====	=====	-----
Common stock			500
Paid-in capital			345,556
Retained earnings			206,463
			-----
Total ownership equity			552,519
			-----
Total liabilities and ownership equity			555,196
			=====

NASD Firm ID 013448

Saddlebrook Investments, Inc.  
Income Statement  
For the Year Ended December 31, 2002  
(Unaudited)

Commissions on sales of security real estate	194,315
Interest income	3,211
	-----
Total revenues	197,526
	-----
Employee compensation and benefits	114,972
Regulatory fees and expenses	1,412
Other expenses	91,857
	-----
Total expenses	208,241
	-----
Net income	(10,715)
	=====

NASD Firm ID 013448

Saddlebrook Investments, Inc.  
Statement of Changes in Ownership Equity  
For the Year Ended December 31, 2002  
(Unaudited)

Balance at beginning of period	563,234
Net income	(10,715)
	-----
Balance at end of period	552,519
	=====

Saddlebrook Investments, Inc.  
 Computation of Net Capital  
 December 31, 2002  
 (Unaudited)

Ownership equity	552,519
Less non-allowable assets	(378,472)
	-----
Net capital before haircuts	174,047
Less haircuts on securities	(906)
	-----
Net capital	173,141
	=====

Basic Net Capital Requirement

Aggregate indebtedness	2,677
	=====
Net capital	173,141
Less minimum net capital requirement	(5,000)
	-----
Excess net capital	168,141
	=====
Ratio of aggregate indebtedness to net capital	0.02
	=====