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Manually signed

FORM D

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



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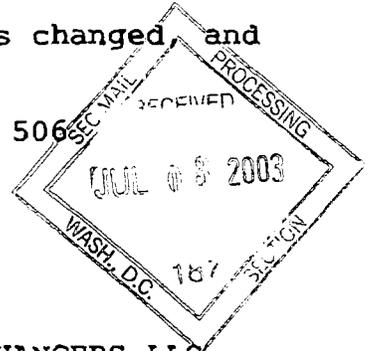
NOTICE OF SALE OF SECURITIES  
PURSUANT TO REGULATION D,  
SECTION 4(6), AND/OR  
UNIFORM LIMITED OFFERING EXEMPTION

Name of Offering: BIG RIVER ENHANCERS 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



A. BASIC IDENTIFICATION DATA

1. Name of Issuer: BIG RIVER ENHANCERS LLC

Address of Executive Offices Telephone  
c/o Deaf West Theatre, Inc. 323 270-6977  
1560 Broadway, Suite 1600  
New York, NY 10036

Address of Principal Business Operations if different:  
N/A



Brief Description of Business:

Contribution to financing of Roundabout Theatre Company  
Production of musical stage play, "BIG RIVER"

Type of business Organization:  
limited liability company

Estimated or actual date of Organization: 6/2003

\_\_\_ Estimated X Actual

Jurisdiction of Organization: NY

2.

Categories that apply:  
Beneficial Owner, Promoter, Managing Member

Name and Address:  
Deaf West Theatre, Inc.  
1560 Broadway, Suite 1600  
New York, NY 10036

MPGA

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Categories that apply:

Officer and/or Director of Corporate Managing Member

Name and Address:

O'Brien, William  
5967 Great Oak Circle  
Los Angeles, CA 90042

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Categories that apply:

Officer and/or Director of Corporate Managing Member

Name and Address:

Waterstreet, Ed  
13058 Bloomfield St.  
Studio City, CA 91604

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Categories that apply:

Officer and/or Director of Corporate Managing Member

Name and Address:

Craig, Sidney R.  
125 S. Sycamore Ave.  
Los Angeles, CA 90036

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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	\$1,520,000	
TOTAL	\$1,520,000	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	_____	\$
Printing and Engraving Costs	_____	\$
Legal Fees	<u>  x  </u>	\$ 17,000
Accounting Fees	_____	\$
Engineering Fees	_____	\$
Sales Commissions	_____	\$
Other Expenses	<u>  x  </u>	\$ 3,000
(Identify) Blue Sky photocopying,, messengers, etc.		
TOTAL:	<u>  x  </u>	\$ 20,000

b. The difference between aggregate offering price in Part C., question 1 and Total Expenses:  
x \$1,500,000

5. Amount of adjusted gross proceeds to the issuer

	Payments to Officers, Directors & Affiliates	Payments to Others
Salaries and Fees	<u>x</u> \$ --	<u>x</u> \$ --
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.)	— \$ ---	— \$ ---
Enhancement of Roundabout Production	— \$ ---	<u>x</u> 1,500,000
Rehearsal & casting expenses, bonds, deposits, advances; advertising & promotion; general & administrative; reserve	<u>x</u> \$ ---	<u>x</u> \$ ---
Column Totals:	<u>x</u> \$ 0	<u>x</u> \$1,500,000

Total Payments Listed: x \$1,500,000  
(column totals added)

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:
BIG RIVER ENHANCERS LLC		June 26, 2003

Name of Signer:	Title of Signer:
William O'Brien	Producing Director, Deaf West Theatre, Inc. Managing Member of the Issuer

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