

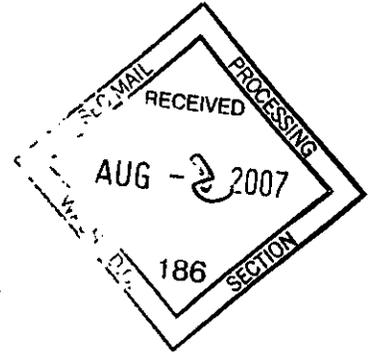
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**FORM D**  
**U.S. Securities and Exchange Commission**  
**Washington, D.C. 20549**



07073537

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



Name of Offering: **HOMECOMING 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: **HOMECOMING LLC**

Address of Executive Offices Telephone

c/o Albert Poland  
311 West 43rd Street, #203  
New York, NY 10036 Tel: 212 956-7050

Address of Principal Business Operations if different:  
N/A

Brief Description of Business:

Production of stage play, "THE HOMECOMING"

Type of business Organization:  
limited liability company

Estimated or actual date of Organization: 6/2007

Estimated  Actual

Jurisdiction of Organization: NY

**PROCESSED**

*B*  
**AUG 06 2007**  
**THOMSON**  
**FINANCIAL**

2.

Categories that apply:

Beneficial Owner, Promoter, Managing Member

Name and Address:

Tonka Productions, Ltd.  
180 West 58th Street, Suite 1B  
New York, NY 10019

Categories that apply:

Beneficial Owner, Promoter, Managing Member

Name and Address:

Frankel, Jerry  
5924 Royal Lane, Suite 251  
Dallas, TX 75230

Categories that apply:

Officer and Director of Corporate Managing Member

Name and Address:

Richards, Jeffrey  
180 West 58th Street, Suite 1B  
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. Type of Security	Aggregate Offering Price	Amount Already Sold
Debt	0	0
Equity	0	0
Convertible Securities (including warrants)	0	0
Partnership Interests		
Other	0	0
Limited Liability Company Interests	\$2,200,000	0
<b>TOTAL</b>	<b>\$2,200,000</b>	<b>0</b>

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

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.

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

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	x	\$15,000
Accounting Fees	\$	
Engineering Fees	\$	
Sales Commissions	\$	
Other Expenses (Identify Blue Sky photocopying, etc.)	x	\$ 2,000
<b>TOTAL:</b>	x	<b>\$ 17,000</b>

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

x \$2,183,000

5. Amount of adjusted gross proceeds to the issuer [all amounts are estimates]

	Payments to Officers, Directors & Affiliates	Payments to Others
Salaries and Fees	x\$ 13,000	x \$425,000
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.) Rehearsal & casting expenses,		

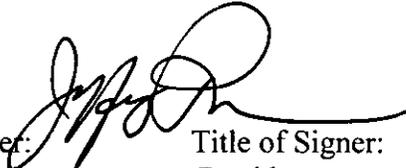
bonds, deposits, advances; general & administrative; reserve	x \$ 24,000	x\$1,720,000
Column Totals:	x \$ 38,000	x\$2,145,000
Total Payments Listed: (column totals added)	x \$2,183,000	

**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:
HOMEcomings LLC		July 27, 2007

Name of Signer: Jeffrey Richards		Title of Signer: President, Tonka Productions, Ltd. Managing Member of the Issuer
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**END**