

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2001-02-02** | Period of Report: **2000-10-31**
SEC Accession No. **0001116679-01-000100**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

SPORTS CLUB CO INC

CIK: **924373** | IRS No.: **954479735** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **001-13290** | Film No.: **1523646**
SIC: **7997** Membership sports & recreation clubs

Business Address
11100 SANTA MONICA BLVD
STE 300
LOS ANGELES CA 90025-3384
3104795200

REPORTING OWNER

MILLENNIUM ENTERTAINMENT PARTNERS LP

CIK: **1041789** | State of Incorporation: **DE** | Fiscal Year End: **1231**
Type: **4**

Mailing Address
1995 BROADWAY
NEW YORK NY 10023

Business Address
1995 BROADWAY
NEW YORK NY 10023
2125951600

<TABLE>

<p><S></p> <p>-----</p> <p>FORM 4</p> <p>-----</p> <p><input type="checkbox"/> Check this box if no longer subject of Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). (Print or Type Responses)</p> <p></TABLE></p>	<p><C></p> <p>-----</p> <p>U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549</p> <p>STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP</p> <p>Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940</p>	<p><C></p> <p>-----</p> <p>OMB APPROVAL</p> <p>-----</p> <p>OMB Number: 3235-0287 Expires: December 31, 2001 Estimated average burden hours per response.....0.5</p> <p>-----</p>
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1. Name and Address of Reporting Person*

Millennium Entertainment Partners L.P.

(Last) (First) (Middle)

1995 Broadway

(Street)

New York NY 10023

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

The Sports Club Company, Inc. (SCY)

3. IRS Identification Number of Reporting Person, if an entity (voluntary)

4. Statement for Month/Year

October 2000

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

Director 10% Owner

Officer (give title below) Other (specify below)

* As a member of a group.

7. Individual or Joint/Group Filing (Check applicable line)

Form Filed by One Reporting Person

Form Filed by More Than One Reporting Person

<TABLE>
<CAPTION>

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month	6. Ownership Form: Direct (D) or	7. Nature of Indirect Beneficial Ownership
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	Day/ Year)	Code	V	Amount	(A) or (D)	Price	(Instr. 3 and 4)	Indirect (I) (Instr. 4)	(Instr. 4)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock (1)	6/3/98	P		35,000	A	\$7.19		I	(1)
Common Stock (1)	6/18/98	P		8,100	A	\$7.095		I	(1)
Common Stock (1)	6/19/98	P		14,100	A	\$7.250		I	(1)
Common Stock (1)	6/22/98	P		2,000	A	\$7.250		I	(1)

See Appendix A attached hereto for remaining purchases

</TABLE>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the Form is filed by more than one reporting person, see Instruction 4(b)(v).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number. (Over) SEC 1474 (3-99)

<TABLE>
<CAPTION>

FORM 4 (continued) Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exer- cisable and Expiration Date (Month/Day/ Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Month (Instr. 4)	10. Owner- ship of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Bene- ficial Owner- ship (Instr. 4)
			Code V	(A) (D)	Date Exer- cisable	Expi- ra- tion Date	Title	Amount or Number of Shares		
<S>	<C>	<C>	<C>	<C> <C>	<C>	<C>	<C>	<C>	<C>	<C>

</TABLE>

MILLENNIUM ENTERTAINMENT PARTNERS L.P.

By: Millennium Entertainment Associates L.P.

By: Millennium Entertainment Corp.

By: /s/Brian J. Collins

1/22/2001

Name: Brian J. Collins, Vice President

Date

**Signature of Reporting Person

JOINT FILERS:

Address of Joint Filers: 1995 Broadway,
NY, NY 10023

MILLENNIUM PARTNERS LLC

By: Millennium Partners Management LLC

By: Millennium Manager I, Inc.

MILLENNIUM DEVELOPMENT PARTNERS L.P.

By: Millennium Development Associates L.P.

By: Millennium Development Corp.

/s/Brian J. Collins*

BRIAN J. COLLINS,

*In his individual capacity and in his capacity as an authorized officer
of all of the Joint Filers listed above.

Explanation of Responses

See Appendix A for footnotes containing explanations and responses.

** Intentional misstatements or omissions of facts constitute Federal Criminal
Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.

If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained
in this form are not required to respond unless the form displays a currently
valid OMB Number.

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APPENDIX A

DESIGNATED FILER: MILLENNIUM ENTERTAINMENT PARTNERS L.P.
ISSUER NAME AND TICKER OR
TRADING SYMBOL: The Sports Club Company, Inc. (SCY)
STATEMENT FOR MONTH/YEAR: October 2000

<TABLE>
<CAPTION>

Table I -- Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)
			Code	V	Amount			
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock (1)	7/8/98	P		17,300	A	\$7.250	I	(1)
Common Stock (1)	7/15/98	P		15,000	A	\$7.250	I	(1)
Common Stock (1)	7/17/98	P		30,000	A	\$7.250	I	(1)
Common Stock (1)	7/24/98	P		20,000	A	\$6.980	I	(1)
Common Stock (1)	8/27/98	P		25,000	A	\$5.160	I	(1)
Common Stock (1)	8/28/98	P		17,000	A	\$5.702	I	(1)
Common Stock (1)	8/31/98	P		3,000	A	\$5.708	I	(1)
Common Stock (1)	8/31/98	P		11,000	A	\$5.073	I	(1)
Common Stock (1)	9/1/98	P		44,000	A	\$5.019	I	(1)
Common Stock (1)	9/1/98	P		20,500	A	\$5.020	I	(1)
Common Stock (1)	9/4/98	P		6,000	A	\$5.260	I	(1)
Common Stock (1)	9/4/98	P		6,000	A	\$5.375	I	(1)
Common Stock (1)	9/16/98	P		11,000	A	\$5.500	I	(1)
Common Stock (1)	9/17/98	P		5,000	A	\$5.500	I	(1)
Common Stock (1)	9/21/98	P		11,600	A	\$5.500	I	(1)
Common Stock (1)	9/22/98	P		9,800	A	\$5.436	I	(1)

Common Stock (1)	9/24/98	P	1,000	A	\$5.625	I	(1)
Common Stock (1)	9/25/98	P	2,700	A	\$5.750	I	(1)
Common Stock (1)	9/28/98	P	13,600	A	\$5.625	I	(1)
Common Stock (1)	9/29/98	P	4,500	A	\$5.625	I	(1)
Common Stock (1)	10/1/98	P	12,100	A	\$5.516	I	(1)
Common Stock (1)	10/2/98	P	700	A	\$5.500	I	(1)
Common Stock (1)	10/6/98	P	3,200	A	\$5.500	I	(1)
Common Stock (1)	10/7/98	P	2,500	A	\$5.375	I	(1)
Common Stock (1)	10/8/98	P	2,000	A	\$4.000	I	(1)

</TABLE>

APPENDIX A (cont.)

DESIGNATED FILER: MILLENNIUM ENTERTAINMENT PARTNERS L.P.
ISSUER NAME AND TICKER OR TRADING SYMBOL: The Sports Club Company, Inc. (SCY)
STATEMENT FOR MONTH/YEAR: October 2000

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1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Owner- ship (Instr. 4)
		Code V	Amount (A) or (D) Price			
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock (1)	10/8/98	P	100,000	A	\$4.500	I (1)
Common Stock (1)	10/14/98	P	67,400	A	\$4.430	I (1)
Common Stock (1)	10/15/98	P	15,000	A	\$4.250	I (1)
Common Stock (1)	11/23/98	P	2,000	A	\$4.500	I (1)
Common Stock (1)	11/25/98	P	6,500	A	\$4.673	I (1)
Common Stock (1)	11/27/98	P	8,000	A	\$4.750	I (1)
Common Stock (1)	12/4/98	P	33,500	A	\$4.777	I (1)
Common Stock (1)	1/5/99	P	100,000	A	\$4.030	I (1)
Common Stock (1)	3/10/99	P	16,350	A	\$4.438	I (1)
Common Stock (1)	3/22/99	P	30,000	A	\$4.875	I (1)
Common Stock (1)	3/22/99	P	70,000	A	\$4.875	I (1)
Common Stock (1)	3/29/99	P	15,200	A	\$4.875	I (1)
Common Stock (1)	3/31/99	P	94,200	A	\$5.155	I (1)
Common Stock (1)	5/19/99	P	5,500	A	\$4.500	I (1)
Common Stock (1)	12/8/99	P	2,100	A	\$4.250	I (1)
Common Stock (1)	12/9/99	P	4,600	A	\$4.250	I (1)

Common Stock (1)	12/10/99	P	1,000	A	\$4.250	I	(1)
Common Stock (1)	12/13/99	P	17,300	A	\$4.489	I	(1)
Common Stock (1)	12/14/99	P	900	A	\$4.438	I	(1)
Common Stock (1)	12/15/99	P	500	A	\$4.438	I	(1)
Common Stock (1)	12/20/99	P	10,000	A	\$4.375	I	(1)
Common Stock (1)	12/29/99	P	4,000	A	\$4.844	I	(1)
Common Stock (1)	12/30/99	P	20,000	A	\$4.219	I	(1)
Common Stock (1)	5/17/00	P	95,000	A	\$3.074	I	(1)
Common Stock (1)	5/19/00	P	7,600	A	\$3.000	I	(1)
Common Stock (1)	5/26/00	P	1,000	A	\$3.250	I	(1)

</TABLE>

APPENDIX A (cont.)

DESIGNATED FILER: MILLENNIUM ENTERTAINMENT PARTNERS L.P.
ISSUER NAME AND TICKER OR TRADING SYMBOL: The Sports Club Company, Inc. (SCY)
STATEMENT FOR MONTH/YEAR: October 2000

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		Code V	Amount (A) or (D) Price			
<S>	<C>	<C>	<C>	<C>	<C>	<C>
Common Stock (1)	6/2/00	P	1,100	A	\$3.375	I (1)
Common Stock (1)	6/6/00	P	100	A	\$3.250	I (1)
Common Stock (1)	6/9/00	P	200	A	\$3.625	I (1)
Common Stock (1)	7/13/00	P	89	A	\$3.500	I (1)
Common Stock (1)	7/18/00	P	89	A	\$3.500	I (1)
Common Stock (1)	9/7/00	P	3,400	A	\$3.313	I (1)
Common Stock (1)	9/7/00	P	6,600	A	\$3.250	I (1)
Common Stock (1)	9/7/00	P	6,000	A	\$3.375	I (1)
Common Stock (1)	9/8/00	P	20,000	A	\$3.375	I (1)
Common Stock (1)	9/11/00	P	20,000	A	\$3.500	I (1)
Common Stock (1)	9/12/00	P	22,500	A	\$3.500	I (1)
Common Stock (1)	9/13/00	P	28,800	A	\$3.375	I (1)
Common Stock (1)	9/21/00	P	1,500	A	\$4.000	I (1)
Common Stock (1)	9/25/00	P	20,000	A	\$4.000	I (1)
Common Stock (1)	9/27/00	P	7,000	A	\$4.000	I (1)
Common Stock (1)	9/28/00	P	13,000	A	\$4.000	I (1)
Common Stock (1)	9/29/00	P	14,000	A	\$4.000	I (1)
Common Stock (1)	10/2/00	P	10,400	A	\$4.125	I (1)
Common Stock (1)	10/5/00	P	700	A	\$4.125	I (1)
Common Stock (1)	10/6/00	P	12,000	A	\$4.125	I (1)
Common Stock (1)	10/9/00	P	3,000	A	\$4.125	I (1)
Common Stock (1)	10/9/00	P	20,700	A	\$4.250	I (1)
Common Stock (1)	10/11/00	P	15,000	A	\$4.250	I (1)
Common Stock (1)	10/12/00	P	7,200	A	\$4.250	I (1)
Common Stock (1)	10/16/00	P	1,000	A	\$4.250	I (1)
Common Stock (1)	10/17/00	P	1,000	A	\$4.313	I (1)
Common Stock (1)	10/17/00	P	1,500	A	\$4.375	I (1)
Common Stock (1)	10/19/00	P	33,500	A	\$4.375	I (1)
Common Stock (1)	10/20/00	P	8,000	A	\$4.375	I (1)
					1,364,728	

</TABLE>

(1) These securities are owned solely by MDP Ventures II LLC which may be

deemed a group for the purposes of Section 13(d) of the Securities Exchange Act of 1933, as amended (the "Exchange Act"), with one or more of the following entities and person: Millennium Partners LLC, Millennium Entertainment Partners L.P., Millennium Development Partners L.P., MDP Ventures I LLC and Brian J. Collins. MDP Ventures II LLC disclaims beneficial ownership of these securities except to the extent of its pecuniary interest therewith, and this report shall not be deemed an admission that MDP Ventures II LLC is the beneficial owner of such securities for the purposes of Section 16 of the Exchange Act or for any other purpose.

CONTINUATION SHEET RELATING TO FORM 4 FILED BY
MILLENNIUM ENTERTAINMENT PARTNERS L.P. DATED JANUARY 22, 2001
JOINT FILER INFORMATION

DESIGNATED FILER: MILLENNIUM ENTERTAINMENT PARTNERS L.P.
ISSUER NAME AND TICKER OR
TRADING SYMBOL: The Sports Club Company, Inc. (SCY)
STATEMENT FOR MONTH/YEAR: October 2000

JOINT FILERS:

<TABLE>
<CAPTION>

<S>	<C>
1. Millennium Partners Management LLC 1995 Broadway New York, NY 10023	5. Millennium Development Associates L.P. 1995 Broadway New York, NY 10023
2. Millennium Manager I, Inc. 1995 Broadway New York, NY 10023	6. Millennium Development Corp. 1995 Broadway New York, NY 10023
3. Millennium Entertainment Associates L.P. 1995 Broadway New York, NY 10023	7. Millennium Development Partners II LLC 1995 Broadway New York, NY 10023
4. Millennium Entertainment Corp. 1995 Broadway New York, NY 10023	8. Christopher M. Jeffries 1995 Broadway New York, NY 10023

</TABLE>

The Reporting Persons listed above are filing this Form 4 jointly with Millennium Partners LLC ("DevCo"), Millennium Entertainment Partners L.P. ("MEP LP"), Millennium Development Partners L.P. ("MDP LP"), MDP Ventures I LLC ("MDP I"), MDP Ventures II LLC ("MDP II") and Brian J. Collins ("BJC").

The following entities and person may be deemed to have an indirect beneficial interest in the securities of the Issuer held of record directly by MDP II in their capacities (i) in the case of DevCo and BJC, because they may be deemed a group with MDP II, (ii) in the case of Millennium Partners Management LLC ("MPM LLC"), as the manager of DevCo, (iii) in the case of Millennium Manager I, Inc. ("MMI Inc."), as the manager of MPM LLC, (iv) in the case of MEP LP because it may be deemed a group with MDP II, (v) in the case of Millennium Entertainment Associates L.P. ("MEA LP"), as the general partner of MEP LP, (vi) in the case of Millennium Entertainment Corp. ("MEC"), as the general partner of MEA LP, (vii) in the case of MDP LP, because it may be deemed a group with MDP II and as the managing member of MDP I, (viii) in the case of Millennium Development Associates L.P. ("MDA LP"), as the general partner of MDP LP, (ix) in the case of Millennium Development Corp. ("MDC"), as the general partner of MDA LP, (x) in the case of MDP I, because it may be deemed a group with MDP II, (xi) in the case of Millennium Development Partners II LLC ("MDP II LLC"), as the managing member of MDP II, and (xii) in the case of Christopher M. Jeffries ("CMJ"), as the holder of (a) 70% of the outstanding shares of stock of MMI Inc., (b) 66.5% of the outstanding shares of stock of MEC, (c) 70% of the outstanding shares of stock of MDC and (d) 59% of interest of MDP II LLC.

Each of the Reporting Persons disclaims a beneficial interest in the securities of the Issuer reported herein except to the extent of their respective pecuniary interest therein.

DESIGNATED FILER:
ISSUER NAME AND TICKER OR
TRADING SYMBOL:
STATEMENT FOR MONTH/YEAR:

MILLENNIUM ENTERTAINMENT PARTNERS L.P.
The Sports Club Company, Inc. (SCY)
October 2000

/s/Brian J. Collins *

BRIAN J. COLLINS

* In his individual capacity and in his capacity as an authorized officer of each of the following Reporting Persons and in his capacity as an attorney-in-fact with respect to Christopher M. Jeffries.

MILLENNIUM PARTNERS LLC
By: Millennium Partners Management LLC
By: Millennium Manager I, Inc.

MILLENNIUM PARTNERS MANAGEMENT LLC
By: Millennium Manager I, Inc.

MILLENNIUM MANAGER I, INC.

MILLENNIUM ENTERTAINMENT PARTNERS L.P.
By: Millennium Entertainment Associates L.P.
By: Millennium Entertainment Corp.

MILLENNIUM ENTERTAINMENT ASSOCIATES L.P.
By: Millennium Entertainment Corp.

MILLENNIUM ENTERTAINMENT CORP.

MILLENNIUM DEVELOPMENT PARTNERS L.P.
By: Millennium Development Associates L.P.
By: Millennium Development Corp.

MILLENNIUM DEVELOPMENT ASSOCIATES L.P.
By: Millennium Development Corp.

MILLENNIUM DEVELOPMENT CORP.

MDP VENTURES I LLC

MDP VENTURES II LLC

MILLENNIUM DEVELOPMENT PARTNERS II LLC

CHRISTOPHER M. JEFFRIES