

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13D

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities

Filing Date: **1997-03-10**  
SEC Accession No. **0000950144-97-002231**

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

### SUBJECT COMPANY

#### HOMEOWNERS GROUP INC

CIK: **831906** | IRS No.: **650033743** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13D** | Act: **34** | File No.: **005-40045** | Film No.: **97553942**  
SIC: **6411** INSURANCE AGENTS, BROKERS & SERVICE

Mailing Address  
6365 TAFT ST  
HOLLYWOOD FL 33024

Business Address  
6365 TAFT ST STE 2000  
HOLLYWOOD FL 33024  
3059830350

### FILED BY

#### DC INVESTMENT PARTNERS OPPORTUNITY FUND L P

CIK: **1011437** | IRS No.: **621627912** | State of Incorporation: **TN** | Fiscal Year End: **1231**  
Type: **SC 13D**

Mailing Address  
2200 ABBOTT MARTIN RD  
STE 201  
NASHVILLE TN 37215

Business Address  
2200 ABBOTT MARTIN RD  
STE 201  
NASHVILLE TN 37215  
6154601220

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

SCHEDULE 13D  
(Amendment No. 4)

Under the Securities Exchange Act of 1934

HOMEOWNERS GROUP, INC.

=====

(Name of Issuer)

Common Stock (\$0.01 par value)

=====

(Title of Class of Securities)

43739N107

(CUSIP Number)

D. Robert Crants  
DC Investment Partners LLC  
2200 Abbott Martin Road, Suite 201  
Nashville, Tennessee 37215  
Tel. (615) 460-1220

Copy To: Elizabeth E. Moore  
Stokes & Bartholomew, P.A.  
424 Church Street, 28th Floor  
Nashville, Tennessee 37219-2386  
Tel. (615) 259-1450

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

February 26, 1997  
(Date of Event Which Requires Filing of This Statement)

If the filing person has previously filed a statement on Schedule 13D to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1 (b) (3) or (4), check the following box [ ] .

Check the following box if a fee is being paid with the statement [ ] .  
(A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

(Continued on following pages)

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CUSIP No. 43739N107 SCHEDULE 13D Page 2 of 6 Pages

(1) Names of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
DC INVESTMENT PARTNERS OPPORTUNITY FUND, L.P. (62-1627912)

(2) Check the Appropriate Box if a Member of a Group\* (a) [ ]
(b) [ ]

(3) SEC Use Only

(4) SOURCE OF FUNDS\*
Not Applicable

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS [ ]
IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

(6) Citizenship or Place of Organization
Tennessee

(7) Sole Voting Power
Number of Shares 989,500

(8) Shared Voting Power
Beneficially Owned by -----

(9) Sole Dispositive Power
Each Reporting Person With 989,500

(10) Shared Dispositive Power
-----

(11) Aggregate Amount Beneficially Owned by Each Reporting Person

989,500

(12) Check Box if the Aggregate Amount in Row (11) Excludes Certain Shares\*

(13) Percent of Class Represented by Amount in Row (11)

17.8%

(14) Type of Reporting Person\*

PN

\*SEE INSTRUCTION BEFORE FILLING OUT!

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HOMEOWNERS GROUP, INC.

AMENDMENT NO. 4 TO SCHEDULE 13D

Reference is hereby made to the Schedule 13D originally filed with the Securities and Exchange Commission on October 15, 1996, as amended by Amendment No. 1 to Schedule 13D filed on October 16, 1996, Amendment No.2 to Schedule 13D filed on December 3, 1996, and Amendment No. 3 to Schedule 13D filed on January 10, 1997. Terms defined in the Schedule 13D as amended by Amendment No. 1 to Schedule 13D, Amendment No. 2 to Schedule 13D, and Amendment No. 3 to Schedule 13D are used herein as so defined.

Item 1. Security and Issuer.

This statement relates to the Common Stock (the "Common Stock"), of Homeowners Group, Inc., a Delaware corporation (the "Issuer"), which has its principal executive offices at 400 Sawgrass Corporate Parkway, Sunrise, Florida 33325-6235.

Item 2. Identity and Background.

This statement is filed by DC Investment Partners Opportunity Fund, L.P., a Tennessee limited partnership ("DC Investment L.P."). The principal business of DC Investment, L.P. is that of a private investment partnership. The principal business and principal office address of DC Investment, L.P. is 2200 Abbott Martin Road, Suite 201, Nashville, Tennessee 37215. The sole general partner of DC Investment, L.P. is DC Investment Partners, LLC a Tennessee limited liability company ("DC Partners"). The principal business of DC Partners is that of acting as general partner of DC Investment L.P. and one other private investment partnership. DC Partners' principal business and principal office

address is 2200 Abbott Martin Road, Suite 201, Nashville, Tennessee 37215. The members of DC Partners consists of three citizens of the United States and one Arkansas corporation and their respective principal business addresses and principal occupations are as follows:

<TABLE>

<CAPTION>

Members	Address	Occupation
-----	-----	-----
<S>	<C>	<C>
D. Robert Crants	DC Investment Partners LLC 2200 Abbott Martin Road Suite 201 Nashville, TN 37215	Co-Manager, DC Partners
Michael W. Devlin	DC Investment Partners LLC 2200 Abbott Martin Road Suite 201 Nashville, TN 37215	Co-Manager, DC Partners

</TABLE>

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<TABLE>

<S>

Lucius E. Burch	<C> Massey Burch Investment Group, Inc. 301 25th Avenue North Suite 103 Nashville, TN 37203	<C> Chairman, Massey Burch Investments, a venture capital company
Stephens Group, Inc. Affiliate/Stephens, Inc.	111 Center Street Suite 2400 Little Rock, AR 72201	Private Investment Banking firm

</TABLE>

(d) None of the entities or person identified in this Item 2 has, during the last five years, been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors).

(e) None of the entities or persons identified in this Item 2 has, during the last five years, been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

Item 3. Source and Amount of Funds or other Consideration.

Item 3 is hereby amended and restated to read in its entirety as follows:

The amount of the funds used in purchasing the securities reported as beneficially owned in Item 5 hereof was approximately \$1,895,123.00. DC Investment L.P. obtained the funds for these transactions from its general operating funds. DC Partners, as the general partner of DC Investment L.P., may be deemed to beneficially own the securities owned by DC Investment, L.P.

Item 4. Purpose of Transaction.

DC Investment L.P. purchased the Securities as an investment opportunity.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended and restated to read in its entirety as follows:

(a) DC Investment L.P. is the beneficial owner of 989,500 shares of Common Stock (approximately 17.8% of the shares of Common Stock of the Issuer). DC Investment L.P. became the beneficial owner of an amount in excess of 5% of the Issuer's outstanding Common Stock on October 9, 1996 as reflected by the filing of the original Schedule 13D on October 15, 1996. Since October 9, 1996, DC Investment L.P. has made the following purchases of Issuer's common stock increasing its beneficial ownership to its present level:

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<TABLE>  
<CAPTION>

Date ----	Number of Shares -----
<S>	<C>
October 10, 1996	155,000
October 11, 1996	20,000
October 14, 1996	30,000
October 15, 1996	15,000
October 17, 1996	10,000
November 8, 1996	35,000
November 12, 1996	5,000
November 20, 1996	10,000
November 22, 1996	50,000
November 29, 1996	180,000
December 9, 1996	10,000
December 12, 1996	10,000

December 17, 1996	30,000
December 24, 1996	6,500
January 16, 1997	8,000
January 20, 1997	10,000
February 14, 1997	50,000
February 26, 1997	15,000

</TABLE>

(b) DC Investment L.P. is the beneficial owner of all of the shares of Common Stock to which this Statement relates held in its name, and has sole power to vote and dispose of all such shares. DC Partners, as the general partner of DC Investment, L.P. may be deemed to beneficially own the securities owned by DC Investment, L.P.

(c) Except as described in this statement, none of the entities or persons named in Item 2 has effected any transaction in this Issuer's securities since the most recent filing on Schedule D.

(d) No person other than DC Investment L.P. has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of the shares of Common Stock beneficially owned by DC Investment L.P.

Item 6. Contracts, Arrangement, Understandings or Relationships with Respect to the Securities of the Issuer.

None.

Item 7. Material to be filed as Exhibits.

None.

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SIGNATURE

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: March 10, 1997  
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DC INVESTMENT PARTNERS  
OPPORTUNITY FUND, L.P.

By: DC Investment Partners, LLC, General Partner

By: Doctor R. Crants

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Title: Managing Partner  
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