DIRECT FOCUS INC Form SC 13G/A February 14, 2002

filed:

[_] Rule 13-d-1(b)
[_] Rule 13d-1(c)
[X] Rule 13d-1(d)

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Information to be Included in Statements Filed Pursuant to Rule 13(d), (b), (c) and (d) and Amendments Thereto Filed Pursuant to Rule 13d-2

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934 (Amendment No. 5)

Direct Focus, Inc.

(Name of Issuer)

Common Stock, No Par Value

(Title of Class of Securities)

254931108

(CUSIP Number)

Check appropriate box to designate the rule pursuant to which this Schedule is

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

| CUSIP | NO. 25493 | 1108 | 13G | PAGE 2 OF 4 PAGES | | | | | | | |
|-------|--|--------------------|---|-------------------|--|--|--|--|--|--|--|
| 1 | NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON | | | | | | | | | | |
| | BRIAN COC | K | | | | | | | | | |
| 2 | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* | | | | | | | | | | |
| | NOT APPLI | (a) [_] (b) [_] | | | | | | | | | |
| 3 | SEC USE ONLY | | | | | | | | | | |
| 4 | CITIZENSH | IP C | OR PLACE OF ORGANIZATION | | | | | | | | |
| | UNITED STATES OF AMERICA | | | | | | | | | | |
| | | 5 | SOLE VOTING POWER | | | | | | | | |
| | BENEFICIALLY OWNED BY EACH - | | 1,598,887 SHARES | | | | | | | | |
| SH | | | SHARED VOTING POWER | | | | | | | | |
| OWN1 | | | 270,000 SHARES | | | | | | | | |
| REPO | | | SOLE DISPOSITIVE POWER | | | | | | | | |
| | | | 1,598,887 SHARES | | | | | | | | |
| | | | SHARED DISPOSITIVE POWER | | | | | | | | |
| | | | 270,000 SHARES | | | | | | | | |
| 9 | AGGREGATE | AMC | OUNT BENEFICIALLY OWNED BY EACH REPORTING P | ERSON | | | | | | | |
| | 1,868,887 SHARES | | | | | | | | | | |
| 10 | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* [_] | | | | | | | | | | |
| | NOT APPLICABLE | | | | | | | | | | |
| 11 | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 | | | | | | | | | | |
| | 5.3% | | | | | | | | | | |
| 12 | TYPE OF REPORTING PERSON* | | | | | | | | | | |
| | IN | | | | | | | | | | |

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SCHEDULE 13G

ITEM 1.

- (a) Direct Focus, Inc.
- (b) 1400 NE 136th Avenue Vancouver, WA 98684

ITEM 2.

- (a) Brian Cook
- (b) 1400 NE 136th Avenue Vancouver, WA 98684
- (c) U.S.A.
- (d) Common Stock, No Par Value
- (e) CUSIP # 254931108
- ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B) OR 13D-2(B), CHECK WHETHER THE PERSON FILING IS A:

Not Applicable

ITEM 4. OWNERSHIP:

- (a) 1,868,887 shares
- (b) 5.3 %
- (c) (i) 1,598,887 shares
 - (ii) 270,000 shares
 - (iii) 1,598,887 shares
 - (iv) 270,000 shares

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ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

Not Applicable

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Not Applicable

| ITEM 7. | IDENTIFIC | CATION | AND | CLASS | SIF | ICA: | CION | OF | THE | SUBSIDIA | ARY | WHICH | I AC | CQUIRED | THE |
|---------|-----------|--------|------|-------|-----|------|------|-----|------|----------|-----|-------|------|---------|-----|
| | SECURITY | BEING | REPO | ORTED | ON | ВҮ | THE | PAF | RENT | HOLDING | CON | MPANY | OR | CONTROL | |
| | PERSON: | | | | | | | | | | | | | | |

Not Applicable

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not Applicable

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

Not Applicable

ITEM 10. CERTIFICATION:

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct

/s/ Brian R. Cook
----Brian R. Cook