NAUTILUS GROUP INC Form SC 13G/A January 29, 2004

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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. 7)

| filed: [_] Rule 13d-1(b)  | THE NAUTILUS GROUP, INC.  |
|---|---|
| (Title of Class of Securities)  254931108  (CUSIP Number)  December 31, 2003  (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b) | (Name of Issuer)  |
| (Title of Class of Securities)  254931108  (CUSIP Number)  December 31, 2003  (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b) | Common Stock No Par Value   |
| (CUSIP Number)  December 31, 2003  (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)  | ======================================  |
| (CUSIP Number)  December 31, 2003  (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)  | (Title of Class of Securities)  |
| (CUSIP Number)  December 31, 2003  (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)  |   |
| December 31, 2003  (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)  | 254931108   |
| (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)   | (CUSIP Number)  |
| (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)   |   |
| (Date of Event Which Requires Filing of this Statement)  Check appropriate box to designate the rule pursuant to which this Schedule is filed:  [_] Rule 13d-1(b)   | · · · · · · · · · · · · · · · · · · ·   |
| filed: [_] Rule 13d-1(b)  |   |
| filed: [_] Rule 13d-1(b)  |   |
|   | Check appropriate box to designate the rule pursuant to which this Schedule is filed: |
| [ ] Pulo 13d-1(c)   | [_] Rule 13d-1(b)   |
| [_] Nute 13d 1(c)   | [_] Rule 13d-1(c)   |
| [X] Rule 13d-1(d)   | [X] Rule 13d-1(d)   |
|   |   |

 $<sup>^{\</sup>star}$  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).

|   |  |            | 4.0.0                                |                |  |  |  |  |
|---|--|------------|--------------------------------------|----------------|--|--|--|--|
|   | D. 25493110<br>=======   |            | 13G                                  | PAGE 2 OF 4 PA |  |  |  |  |
| <br>1   | NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON         |            |                                      |                |  |  |  |  |
|   | BRIAN R. C   | AN R. COOK |                                      |                |  |  |  |  |
| 2   | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* Not Applicable  (a) [_]  (b) [_] |            |                                      |                |  |  |  |  |
| 3   | SEC USE ONLY   |            |                                      |                |  |  |  |  |
| 4   | CITIZENSHI   | P OR PLA   | ACE OF ORGANIZATION                  |                |  |  |  |  |
|   | UNITED STA   | TES OF A   | AMERICA                              |                |  |  |  |  |
|   |  | 5          | SOLE VOTING POWER                    |                |  |  |  |  |
|   |  |            | 1,558,887 SHARES                     |                |  |  |  |  |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH |  | 6          | SHARED VOTING POWER                  |                |  |  |  |  |
|   |  |            | 200,000 SHARES                       |                |  |  |  |  |
|   |  | 7          | SOLE DISPOSITIVE POWER               |                |  |  |  |  |
|   |  |            | 1,558,887 SHARES                     |                |  |  |  |  |
|   |  | 8          | SHARED DISPOSITIVE POWER             |                |  |  |  |  |
|   |  |            | 200,000 SHARES                       |                |  |  |  |  |
| 9   | AGGREGATE  | AMOUNT I   | BENEFICIALLY OWNED BY EACH REPORTING | PERSON         |  |  |  |  |
|   | 1,758,887  | SHARES     |                                      |                |  |  |  |  |
| 10  | CHECK BOX  | IF THE A   | AGGREGATE AMOUNT IN ROW (9) EXCLUDES |                |  |  |  |  |
|   | Not applic   | able       |                                      | [_]            |  |  |  |  |
| 11  | PERCENT OF   | CLASS I    | REPRESENTED BY AMOUNT IN ROW 9       |                |  |  |  |  |
|   | 5.4%   |            |                                      |                |  |  |  |  |

| 12 | TYPE | OF | REPORTING | PERSON* |
|----|------|----|-----------|---------|
|    |      |    |           |         |

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

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| ======================================= |              | ==========        |
|---|--------------|-------------------|
| CUSIP NO. 639108102                     | SCHEDULE 13G | PAGE 3 OF 4 PAGES |
| ======================================= |              | ===========       |

#### ITEM 1.

- (a) The Nautilus Group, Inc.
- (b) 1400 NE 136th Avenue Vancouver, WA 98684

#### ITEM 2.

- (a) Brian R. Cook
- (b) 1400 NE 136th Avenue Vancouver, WA 98684
- (c) U.S.A.
- (d) Common Stock, No Par Value
- (e) CUSIP # 254931108
- 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) 1,758,887 shares
- (b) 5.4 %
- (c) (i) 1,558,887 shares
  - (ii) 200,000 shares
  - (iii) 1,558,887 shares
  - (iv) 200,000 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 PERSON:   | ON BEHALF OF ANOTHER     |
|      |               | Not Applicable  |                          |
|      |               |   |                          |
| ITEM | 7.            | IDENTIFICATION AND CLASSIFICATION OF ACQUIRED THE SECURITY BEING REPORTS COMPANY OR CONTROL PERSON: |                          |
|      |               | Not Applicable  |                          |
|      |               |   |                          |
| ITEM | 8.            | IDENTIFICATION AND CLASSIFICATION (   | OF MEMBERS OF THE GROUP: |
|      |               | Not Applicable  |                          |
| ITEM | 0             | NOTICE OF DISCOULTION OF COOLD.   |                          |
| TIEM | 9 <b>.</b>    | NOTICE OF DISSOLUTION OF GROUP: Not Applicable  |                          |
|      |               |   |                          |
| ITEM | 10.           | CERTIFICATION:  |                          |
|      |               | Not applicable.   |                          |
|      |               |   |                          |
|      |               | SIGNATURE   |                          |
|      | fy that the i | able inquiry and to the best of my kanner in this statement.  |                          |
|      |               |   | January 29, 2004         |
|      |               |   | Date                     |
|      |               |   |                          |

/s/ Brian R. Cook

Brian R. Cook