

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

SCHEDULE 13D/A
Amendment No. 1

Under the Securities Act of 1934

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(A) AND
AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

Dave & Buster's, Inc.

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

23833N104

(CUSIP Number)

Ezra G. Levin, Esq.
Kramer Levin Naftalis & Frankel LLP
919 Third Avenue
New York, New York 10022
(212) 715-9100

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

November 13, 2003

(Date of Event which Requires Filing
of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report
the acquisition which is the subject of this Schedule 13D, and is filing this
schedule because of Rule 13d-1(e), 13d-1(f), or 13d-1(g), check the following
box: |_|.

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SCHEDULE 13D

CUSIP No. 619429103

- 1) NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Dolphin Limited
Partnership I, L.P. 06-156-7782

- 2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) |_|
(b) |_|

- 3) SEC USE ONLY

- 4) SOURCE OF FUNDS WC

- 5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO
ITEMS 2(d) OR 2(e) |_|

- 6) CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

- 7) SOLE VOTING POWER
NUMBER OF 921,700
SHARES

- 8) SHARED VOTING POWER
OWNED BY none

EACH
REPORTING
PERSON
WITH

9) SOLE DISPOSITIVE POWER
921,700

10) SHARED DISPOSITIVE POWER
none

11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 921,700

12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES |_|

13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 6.9%

14) TYPE OF REPORTING PERSON
PN

AMENDMENT NO. 1 TO SCHEDULE 13D

This Amendment amends the Schedule 13D, dated March 3, 2003 (the "Schedule 13D"), filed by Dolphin Limited Partnership I, L.P. ("Dolphin"), with respect to the Common Stock, \$.01 par value of Dave & Buster's, Inc. (the "Company"). Notwithstanding this Amendment, the Schedule 13D speaks as of its date.

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

Item 3 of the Schedule 13D, "Source and Amount of Funds or Other Consideration," is amended and restated in its entirety by the following:

"All purchases of Common Stock by Dolphin were made in the open market and were funded by working capital. The amount of the funds expended by Dolphin for such purchases was \$11,852,397.02 inclusive of commissions and execution related costs."

Item 4. Purpose of Transaction.

Item 4 of the Schedule 13D, "Purpose of Transaction," is amended and restated in its entirety by the following:

"In June 2003, Dolphin conducted a proxy contest for the election of three independent directors to the board of the Company. These directors were not elected but following the time that Dolphin first announced its intention to conduct the contest, Dolphin believes that the Company introduced governance reforms and made improvements to its operations. Reference is made to the materials filed by Dolphin under Regulation 14A in respect of the proxy contest.

Dolphin is currently holding the shares of Common Stock to which this Statement relates for investment purposes, but Dolphin continues to review the Company's operating performance and governance initiatives. Depending on market and business conditions, the market price for the Company's common stock and Dolphin's view of the Company's performance and prospects, Dolphin may sell or acquire additional shares of Common Stock. Dolphin may also engage in option transactions with respect to the Common Stock or the Company's other securities or take any other action permitted by law with respect to the Company or any of its securities.

Dolphin may also offer proposals from time to time to the senior management of the Company or the Company's board with regard to ways to enhance shareholder value. On November 14, 2003, Mr. Donald Netter, Senior Managing Director of Dolphin, sent a letter to the board proposing that the Company institute a quarterly common cash dividend. In this letter, Dolphin said,

`We have been keenly watching the progress of the Company over the past five months. Given the enhanced capital structure and cost cutting initiatives

disclosed by the Company, we believe that it is now appropriate to institute a quarterly common cash dividend to share some of the returns directly with shareholders. Further, as I'm sure you are aware, there are many investors who cannot invest in the common stock of companies that do not pay a cash dividend. Given the favorable tax treatment afforded cash dividends, we believe it's an opportune time for the board to take this action and believe that it will be well received. Shareholders look forward to hearing from you on this matter."

Item 5. Interest in Securities of the Issuer.

Items 5(a) and 5(c) of the Schedule 13D, "Interest in Securities of the Issuer," are amended and restated in their entirety by the following:

"(a) Dolphin beneficially owns an aggregate of 921,700 shares of Common Stock, representing approximately 6.9% of the issued and outstanding shares of Common Stock of the Company."¹

"(c) Except as set forth on Schedule II hereto, Dolphin has not effected any transactions in the Common Stock during the past 60 days. All transactions in the shares were effected on the New York Stock Exchange unless otherwise noted. Transactions in the options were effected on the American Stock Exchange."

¹ Percentage based upon 13,412,118 shares of Common Stock reported outstanding as of September 8, 2003 in the Company's Quarterly Report on Form 10-Q for the quarter ended August 3, 2003.

SIGNATURES

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

Dated: November 14, 2003

DOLPHIN LIMITED PARTNERSHIP I, L.P.

by DOLPHIN ASSOCIATES LLC, its general partner,

by DOLPHIN HOLDINGS CORP.,
its managing member,

by: /s/ Donald T. Netter

Name: Donald T. Netter

SCHEDULE II

Transactions in shares of Common Stock by Dolphin Limited Partnership I, L.P.

Date	Number of Shares Bought / (Sold)	Price Per Share(2)
----	-----	-----
09/19/03(3)	(4,000)	10.9595
09/24/03	(9,400)	11.0274
10/03/03	(10,000)	10.9928
10/07/03	(5,000)	11.0875
10/08/03	(5,000)	11.1875
10/09/03	4,000	10.9089
10/10/03	(4,000)	11.0875
10/13/03	(19,900)	11.3372
10/16/03	(20,100)	11.5368
10/20/03(3)	(1,000)	10.9495
10/20/03	(5,000)	11.6875
10/22/03(3)	(1,000)	10.9495
10/22/03	(25,000)	11.9875
11/07/03	(24,000)	14.1700
11/13/03	(23,000)	\$14.2100
11/13/03	(2,600)	\$14.3600
11/13/03	(300)	\$14.3700
11/13/03	(1,000)	\$14.4100
11/13/03	(600)	\$14.4500
11/13/03	(100)	\$14.4600
11/13/03	(400)	\$14.5100
11/13/03	(200)	\$14.5200
11/13/03	(100)	\$14.5300
11/13/03	(200)	\$14.5600
11/13/03	(500)	\$14.6100
11/13/03	(33,000)	\$14.2100
11/13/03	(400)	\$14.5375
11/13/03	(400)	\$14.4875
11/13/03	(500)	\$14.3375
11/13/03	(500)	\$14.3375
11/13/03	(600)	\$14.3075
11/13/03	(400)	\$14.3375
11/13/03	(500)	\$14.3775
11/13/03	(500)	\$14.3775
11/13/03	(500)	\$14.3775

2 Net of commissions.

3 Shares sold vs. option assignments.

Date	Number of Shares Bought / (Sold)	Price Per Share(4)
11/13/03	(500)	\$14.3775
11/13/03	(400)	\$14.3375
11/13/03	(2,000)	\$14.3475
11/13/03	(1,000)	\$14.3475
11/13/03	(200)	\$14.3375
11/13/03	(1,800)	\$14.3375
11/13/03	(500)	\$14.2875
11/13/03	(500)	\$14.2875
11/13/03	(500)	\$14.3175
11/13/03	(1,000)	\$14.3275
11/13/03	(1,000)	\$14.3075
11/13/03	(1,000)	\$14.2375
11/13/03	(1,000)	\$14.2775
11/13/03	(500)	\$14.2375
11/13/03	(500)	\$14.2475
11/13/03	(1,200)	\$14.2375
11/13/03	(100)	\$14.2375
11/13/03	(1,000)	\$14.2375
11/13/03	(1,000)	\$14.2675
11/13/03	(500)	\$14.2575
11/13/03	(1,000)	\$14.2875
11/13/03	(1,000)	\$14.3375
11/13/03	(500)	\$14.3175
11/13/03	(900)	\$14.3075
11/13/03	(600)	\$14.2875
11/13/03	(300)	\$14.3075
11/13/03	(500)	\$14.3575
11/13/03	(500)	\$14.3575
11/13/03	(500)	\$14.3675
11/13/03	(500)	\$14.3575
11/13/03	(500)	\$14.3675
11/13/03	(500)	\$14.3675
11/13/03	(200)	\$14.3475
11/13/03	(400)	\$14.3475
11/13/03	(400)	\$14.3375
11/13/03	(900)	\$14.3475
11/13/03	(1,600)	\$14.3475
11/13/03	(1,600)	\$14.3475
11/13/03	(1,900)	\$14.3475
11/13/03	(1,000)	\$14.3575
11/13/03	(1,000)	\$14.3575
11/13/03	(1,000)	\$14.3475

4 Net of commissions.

Date	Number of Shares Bought / (Sold)	Price Per Share(5)
-----	-----	-----
11/13/03	(1,000)	\$14.3575
11/13/03	(1,000)	\$14.3575
11/13/03	(1,000)	\$14.3575
11/13/03	(2,200)	\$14.3375
11/13/03	(400)	\$14.3375
11/13/03	(400)	\$14.3375
11/13/03	(400)	\$14.3375
11/13/03	(400)	\$14.3375
11/13/03	(300)	\$14.3375
11/13/03	(300)	\$14.3075
11/13/03	(400)	\$14.3075
11/13/03	(400)	\$14.3075
11/13/03	(500)	\$14.3075
11/13/03	(500)	\$14.3075
11/13/03	(500)	\$14.3075
11/13/03	(500)	\$14.3075
11/13/03	(400)	\$14.3075
11/14/03	(1,000)	\$14.2600
11/14/03	(1,000)	\$14.2800
11/14/03	(1,000)	\$14.2900
11/14/03	(500)	\$14.3475
11/14/03	(300)	\$14.2975
11/14/03	(500)	\$14.2975
11/14/03	(500)	\$14.2975
11/14/03	(600)	\$14.2775
11/14/03	(200)	\$14.2775
11/14/03	(200)	\$14.2675
11/14/03	(800)	\$14.2375
11/14/03	(500)	\$14.2175
11/14/03	(400)	\$14.1675
11/14/03	(300)	\$14.1075
11/14/03	(400)	\$14.1275
11/14/03	(400)	\$14.1275
11/14/03	(500)	\$14.1275
11/14/03	(600)	\$14.1275
11/14/03	(200)	\$14.1275
11/14/03	(6,400)	\$13.9888
11/14/03	(1,100)	\$14.0175
11/14/03	(500)	\$14.0075
11/14/03	(1,000)	\$14.0075
11/14/03	(1,000)	\$14.0075
11/14/03	(500)	\$14.0075

5 Net of commissions.

Transactions in American Stock Exchange traded options:

Date	Number of Options (Sold) Purchased(6)	Price Per Share(7)
09/16/03	(80)	\$.995
09/17/03	(40)	\$1.02
11/07/03	240	\$4.32

6 Options (sold) or purchased to close out options previously written. Options in 100's of shares.
7 Net of commissions.