

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

OMB APPROVAL

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SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. ___)*

Discovery Partners International, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

254675-10-1

(CUSIP Number)

July 27, 2000

(Date of Event Which Requires Filing of This Statement)

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

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*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).

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.

SEC 1745 (3-98)

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13G

PAGE 2 OF 11 PAGES

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
Enterprise Partners III, L.P. 33-0596574

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER

SHARES 2,168,282

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER

EACH 7 SOLE DISPOSITIVE POWER

REPORTING PERSON 2,168,282

WITH: 8 SHARED DISPOSITIVE POWER

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,168,282

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.0%

12 TYPE OF REPORTING PERSON*

PN

*SEE INSTRUCTION BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
 I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
 Enterprise Partners III Associates, L.P. 33-0655750

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
 (a)
 (b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER
 SHARES 185,208

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER

EACH 7 SOLE DISPOSITIVE POWER
 REPORTING 185,208

PERSON 8 SHARED DISPOSITIVE POWER
 WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
 185,208

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
 SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
 0.8%

12 TYPE OF REPORTING PERSON*
 PN

*SEE INSTRUCTION BEFORE FILLING OUT!

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
Enterprise Management Partners III, L.P. 33-0592802

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

NUMBER OF 5 SOLE VOTING POWER
SHARES 2,353,490

BENEFICIALLY OWNED BY 6 SHARED VOTING POWER

EACH 7 SOLE DISPOSITIVE POWER
REPORTING 2,353,490

PERSON 8 SHARED DISPOSITIVE POWER
WITH:

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,353,490

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
9.7%

12 TYPE OF REPORTING PERSON*
PN

*SEE INSTRUCTION BEFORE FILLING OUT!

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PAGE 5 OF 11 PAGES

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
Andrew E. Senyei

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

5	SOLE VOTING POWER
NUMBER OF	6,250
SHARES	
6	SHARED VOTING POWER
BENEFICIALLY	2,353,490
OWNED BY	
EACH	7 SOLE DISPOSITIVE POWER
REPORTING	6,250
PERSON	
WITH:	8 SHARED DISPOSITIVE POWER
	2,353,490
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,359,740 (1)
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 9.7%
12	TYPE OF REPORTING PERSON* IN

*SEE INSTRUCTION BEFORE FILLING OUT!

(1) The sole general partner of Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. is Enterprise Management Partners III, L.P. Enterprise Management Partners III, L.P. may be deemed to beneficially own the shares owned by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. Andrew E. Senyei is a general partner of Enterprise Management Partners III, L.P. and may be deemed to be an indirect beneficial owner of the shares owned by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. Number also includes 6,250 shares underlying vested stock options held by Mr. Senyei. Mr. Senyei disclaims beneficial ownership of all shares held by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P., except to the extent of his pecuniary interest therein.

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
James H. Berglund

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

USA

NUMBER OF	5	SOLE VOTING POWER
SHARES	-----	
BENEFICIALLY	6	SHARED VOTING POWER
OWNED BY	2,353,490	
EACH	-----	
REPORTING	7	SOLE DISPOSITIVE POWER
PERSON	-----	
WITH:	8	SHARED DISPOSITIVE POWER
	2,353,490	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,353,490 (2)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

9.7%

12 TYPE OF REPORTING PERSON*

IN

*SEE INSTRUCTION BEFORE FILLING OUT!

(2) The sole general partner of Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. is Enterprise Management Partners III, L.P. Enterprise Management Partners III, L.P. may be deemed to beneficially own the shares owned by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. James H. Berglund is a general partner of Enterprise Management Partners III, L.P. and may be deemed to be an indirect beneficial owner of the shares owned by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. Mr. Berglund disclaims beneficial ownership of all shares held by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P., except to the extent of his pecuniary interest therein.

1 NAME OF REPORTING PERSON
I.R.S. IDENTIFICATION NO(S). OF ABOVE PERSON(S) (ENTITIES ONLY)
William R. Stensrud

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*
(a)
(b) X

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF	5	SOLE VOTING POWER
SHARES	-----	
BENEFICIALLY	6	SHARED VOTING POWER
OWNED BY	2,353,490	
EACH	7	SOLE DISPOSITIVE POWER
REPORTING	-----	
PERSON	8	SHARED DISPOSITIVE POWER
WITH:	2,353,490	

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,353,490 (3)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
9.7%

12 TYPE OF REPORTING PERSON*
IN

*SEE INSTRUCTION BEFORE FILLING OUT!

(3) The sole general partner of Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. is Enterprise Management Partners III, L.P. Enterprise Management Partners III, L.P. may be deemed to beneficially own the shares owned by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. William R. Stensrud is a general partner of Enterprise Management Partners III, L.P. and may be deemed to be an indirect beneficial owner of the shares owned by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P. Mr. Stensrud disclaims beneficial ownership of all shares held by Enterprise Partners III, L.P. and Enterprise Partners III Associates, L.P., except to the extent of his pecuniary interest therein.

ITEM 1.

(a) Name of Issuer:

Discovery Partners International, Inc.

- (b) Address of Issuer's Principal Executive Offices:
9640 Towne Centre Drive
San Diego, California 92121

ITEM 2.

- (a) Name of Persons Filing:
- Enterprise Partners III, L.P. ("EPIII")
Enterprise Partners III Associates, L.P. ("EPIIIA")
Enterprise Management Partners III, L.P. ("EMPIII")
Andrew E. Senyei ("AES")
James H. Berglund ("JHB")
William R. Stensrud ("WRS")
- (b) Address of Principal Business Office or, if none, Residence:
2223 Avenida de la Playa
Suite 300
La Jolla, California 92037-3218
- (c) Citizenship:
- Entities:
- EPIII - Delaware
EPIIIA - Delaware
EMPIII - Delaware
- Individuals:
- AES - USA
JHB - USA
WRS - USA
- (d) Title of Class of Securities:
Common Stock
- (e) CUSIP Number:
254675-10-1

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTIONS 240.13d-1(b), OR 240.13d-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or Dealer registered under Section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) An investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with Section 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with Section 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Section 240.13d-1(b)(ii)(G);

- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) [] Group, in accordance with Section 240.13d-1(b)(1)(ii)(J)

ITEM 4. OWNERSHIP.(1)

	EPIII -----	EPIIIA -----	EMPIII -----	AES ---	JHB ---	WRS ---
(a) Amount Beneficially Owned:	2,168,282	185,208	2,353,490	2,359,740(2)	2,353,490(3)	2,353,490(4)
(b) Percent of Class:	9.0%	0.8%	9.7%	9.7%	9.7%	9.7%
(c) Number of shares as to which such person has:						
(i) Sole power to vote or to direct the vote:	2,168,282	185,208	2,353,490	6,250	--	--
(ii) Shared power to vote or to direct the vote:	--	--	--	2,353,490	2,353,490	2,353,490
(iii) Sole power dispose or to direct the disposition of:	2,168,282	185,208	2,353,490	6,250	--	--
(iv) Shared power to dispose or to direct the disposition of:	--	--	--	2,353,490	2,353,490	2,353,490

- (1) No change in beneficial ownership is being reported hereunder, and, except for the vesting of stock options held by AES, the numbers of shares reported hereunder have not changed since the issuer registered its securities under Section 12 of the Securities Act of 1934, as amended.
- (2) The sole general partner of EPIII and EPIIIA is EMPIII. EMPIII may be deemed to beneficially own the shares owned by EPIII and EPIIIA. AES is a general partner of EMPIII and may be deemed to be an indirect beneficial owner of the shares owned by EPIII and EPIIIA. Number also includes 6,250 shares underlying vested stock options held by AES. AES disclaims beneficial ownership of all shares held by EPIII and EPIIIA, except to the extent of his pecuniary interest therein.
- (3) The sole general partner of EPIII and EPIIIA is EMPIII. EMPIII may be deemed to beneficially own the shares owned by EPIII and EPIIIA. JHB is a general partner of EMPIII and may be deemed to be an indirect beneficial owner of the shares owned by EPIII and EPIIIA. JHB disclaims beneficial ownership of all shares held by EPIII and EPIIIA, except to the extent of his pecuniary interest therein.
- (4) The sole general partner of EPIII and EPIIIA is EMPIII. EMPIII may be deemed to beneficially own the shares owned by EPIII and EPIIIA. WRS is a general partner of EMPIII and may be deemed to be an indirect beneficial owner of the shares owned by EPIII and EPIIIA. WRS disclaims beneficial ownership of all shares held by EPIII and EPIIIA, except to the extent of his pecuniary interest therein.

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. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not Applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not Applicable.

ITEM 9. NOTICE OF DISSOLUTION OF A GROUP

Not Applicable.

ITEM 10. CERTIFICATION

Not Applicable.

SIGNATURES

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.

Date: February 11, 2002

ENTERPRISE PARTNERS III, L.P.

By: Enterprise Management Partners III,
L.P., its general partner

By: /s/ Andrew E. Senyei

Andrew E. Senyei, General Partner

ENTERPRISE PARTNERS III ASSOCIATES, L.P.

By: Enterprise Management Partners III,
L.P., its general partner

By: /s/ Andrew E. Senyei

Andrew E. Senyei, General Partner

ENTERPRISE MANAGEMENT PARTNERS III, L.P.

By: /s/ Andrew E. Senyei

Andrew E. Senyei, General Partner

ANDREW E. SENYEI

/s/ Andrew E. Senyei

JAMES H. BERGLUND

/s/ James H. Berglund

WILLIAM R. STENSRUD

/s/ William R. Stensrud

EXHIBIT A

JOINT FILING STATEMENT

Pursuant to Rule 13d-1(k)(1), we, the undersigned, hereby express our agreement that the attached Schedule 13G is filed on behalf of each of us.

Date: February 11, 2002

ENTERPRISE PARTNERS III, L.P.

By: Enterprise Management Partners III,
L.P., its general partner

By: /s/ Andrew E. Senyei

Andrew E. Senyei, General Partner

ENTERPRISE PARTNERS III ASSOCIATES, L.P.

By: Enterprise Management Partners III,
L.P., its general partner

By: /s/ Andrew E. Senyei

Andrew E. Senyei, General Partner

ENTERPRISE MANAGEMENT PARTNERS III, L.P.

By: /s/ Andrew E. Senyei

Andrew E. Senyei, General Partner

ANDREW E. SENYEI

/s/ Andrew E. Senyei

JAMES H. BERGLUND

/s/ James H. Berglund

WILLIAM R. STENSRUD

/s/ William R. Stensrud
