
SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 10-K/A

[X] ANNUAL REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

FOR THE FISCAL YEAR ENDED DECEMBER 31, 2000

[] TRANSITION REPORT UNDER SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

COMMISSION FILE NUMBER: 1-14116

CONSUMER PORTFOLIO SERVICES, INC. (EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

CALIFORNIA
(STATE OR OTHER JURISDICTION OF INCORPORATION OR ORGANIZATION)

33-0459135 (I.R.S. EMPLOYER IDENTIFICATION NO.)

16355 LAGUNA CANYON ROAD, IRVINE, CALIFORNIA (ADDRESS OF PRINCIPAL EXECUTIVE OFFICES)

92618 (ZIP CODE)

Registrant's telephone number, including area code: (949) 753-6800 Securities registered pursuant to section 12(b) of the Act: Title of Each Class:

Rising Interest Subordinated Redeemable Securities Due 2006 10.50% Participating Equity Notes Due 2004

Name of each exchange on which registered: New York Stock Exchange Securities registered pursuant to section 12(g) of the Act: Common Stock, No Par Value

Indicate by check mark whether the registrant (1) filed all reports required to be filed by Section 13 or 15(d) of the Exchange Act during the past 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes [X] No []

Indicate by check mark if there is no disclosure of delinquent filers pursuant to Item 405 of Regulation S-K contained herein, and will not be contained, to the best of registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-K or any amendment to this Form 10-K. []

The aggregate market value on April 26, 2001 (based on the \$1.95 per share closing price on the Nasdaq Stock Market on that date) of the voting stock beneficially held by non-affiliates of the registrant was approximately \$23,700,000. The number of shares of the registrant's Common Stock outstanding on April 26, 2001, was 19,197,338.

DOCUMENTS INCORPORATED BY REFERENCE: NONE

This Amendment is filed to disclose the information required to be included in Part III of the annual report on Form 10-K of Consumer Portfolio Services, Inc. (the "registrant" or the "Company") for the year ended December 31, 2000.

ITEM 10. DIRECTORS AND EXECUTIVE OFFICERS OF THE REGISTRANT

The information appearing in Part I of this report, under the caption "Executive Officers," is incorporated herein by reference.

Information regarding the directors of the Company appears below:

NAME
Charles E. Bradley, Sr.
Charles E. Bradley, Jr.
William B. Roberts
John G. Poole
Robert A. Simms
Thomas L. Chrystie

AGE POSITION(S) WITH THE COMPANY
Chairman of the Board of Directors

President, Chief Executive Officer, and Director

63 Director

58 Vice Chairman of the Board of Directors

62 Director

63 Director

64 Director

CHARLES E. BRADLEY, SR. has been the Chairman of the Board of the Company since its formation in March 1991. Mr. Bradley is one of the founders of Stanwich Partners, Inc. ("Stanwich"), a Connecticut investment firm that acquires controlling interests in companies in conjunction with the existing operating management of such companies, and has been President, a director and a shareholder of that company since its formation in 1982. Mr. Bradley also, since May 1997, has been President, Chief Executive Officer and sole director of Stanwich Financial Services Corp., a company in the structured settlement business. He is also President, Chief Executive Officer and a director of Reunion Industries, Inc., a publicly held company which manufactures precision plastic products and provides engineered plastics services. Mr. Bradley is currently Chairman of the Board and Chief Executive Officer of DeVlieg-Bullard, Inc., and a director of Texon Energy Corp., and Sanitas, Inc. He is Chairman of the Board and Chief Executive Officer of NAB Asset Corporation (38% of whose outstanding shares of voting stock are held by the Company). Other than Stanwich, all of the above corporations are publicly-held or are required to file periodic reports under Section 13 or 15(d) of the Securities Exchange Act of 1934. Mr. Bradley is the father of Charles E. Bradley, Jr.

CHARLES E. BRADLEY, JR. has been the President and a director of the Company since its formation in March 1991. In January 1992, Mr. Bradley was appointed Chief Executive Officer of the Company. From March 1991 until December 1995 he served as Vice President and a director of CPS Holdings, Inc. From April 1989 to November 1990, he served as Chief Operating Officer of Barnard and Company, a private investment firm. From September 1987 to March 1989, Mr. Bradley, Jr. was an associate of The Harding Group, a private investment banking firm. Mr. Bradley, Jr. is currently serving as a director of NAB Asset Corporation, Texon Energy Corporation, and Thomas Nix Distributor, Inc. Charles E. Bradley, Sr., Chairman of the board of directors of the Company, is his father.

THOMAS L. CHRYSTIE has been a director of the Company since April 1995. He has been self-employed as an investor, through Wycap Corporation, since 1988. His previous experience includes 33 years at Merrill Lynch & Co. in various capacities including heading Merrill Lynch's investment banking, capital markets and merchant banking activities. In addition, he served as Merrill Lynch & Co.'s Chief Financial Officer.

JOHN G. POOLE has been a director of the Company since November 1993 and its Vice Chairman since January 1996. He was a co-founder of Stanwich in 1982 and has been a director, vice president and shareholder of that company since its formation. Mr. Poole is a director of Reunion Industries, Inc. and Sanitas, Inc.

WILLIAM B. ROBERTS has been a director of the Company since its formation in March 1991. Since 1981, he has been the President of Monmouth Capital Corp., an investment firm which specializes in management buyouts. Mr. Roberts serves on the board of directors of Atlantic City Racing Association, a publicly-held corporation, which owns and operates a race track.

ROBERT A. SIMMS has been a director of the Company since April 1995. He has been the Chairman and Chief Executive Officer of Simms Capital Management, Inc. since 1984. He is a director of the National Football Foundation and Hall of Fame. Mr. Simms also serves on the Board of Overseers of Rutgers University and was formerly a partner in Bear Stearns & Co.

BANKRUPTCY PROCEEDINGS. Mr. Bradley, Sr. is chairman of the board of directors and Mr. Poole is a director of DeVlieg-Bullard, Inc. ("DBI"). On July 15, 1999, DBI filed a voluntary petition in the United States Bankruptcy Court for the Northern District of Ohio for reorganization under Chapter 11 of the United States Bankruptcy Code. Mr. Bradley, Jr. is chairman of the board of members and Mr. Bradley, Sr. is a member of the board of members of LINC Acceptance Company, LLC ("LINC"). LINC is a limited liability company organized under the laws of Delaware, and its board of members has certain management authority. The operating agreement of LINC designated the chairman of the board of members as LINC's chief executive officer. LINC is a majority-owned subsidiary of the Company, which engaged in the business of purchasing retail motor vehicle installment purchase contracts, and selling such contracts to the Company or other affiliates. LINC ceased operations in the second quarter of 1999. On October 29, 1999, three former employees of LINC filed an involuntary petition in the United States Bankruptcy Court for the District of Connecticut seeking LINC's liquidation under Chapter 7 of the United States Bankruptcy Code.

SECTION 16(a) BENEFICIAL OWNERSHIP REPORTING COMPLIANCE

Directors, executive officers and holders of in excess of 10% of the Company's common stock are required to file reports concerning their transactions in and holdings of equity securities of the Company. Based on a review of reports filed by each such person, and inquiry of each regarding holdings and transactions, the Company believes that all required reports were timely filed, except as follows: the Company's president, Charles E. Bradley, Jr. reported late with respect to two transactions in the Company's partially convertible 10.50% notes due 2004.

ITEM 11. EXECUTIVE COMPENSATION

The following table summarizes all compensation earned during the three fiscal years ended December 31, 2000, 1999 and 1998 by the Company's chief executive officer and by its four most highly compensated other executive officers (such five individuals, the "named executive officers") who were serving as executive officers at December 31, 2000.

SUMMARY COMPENSATION TABLE

=======================================	=====	========	========	========	=========
		Compensation for period shown		Long Term Compensation Awards (1)	All Other Compensation (2)
Name and Principal Position	Year	Salary	Bonus	Options/SARs	
CHARLES E. BRADLEY, JR. President & Chief Executive	2000 1999	\$525,000 500,000	\$750,000 300,000	333, 333 780, 240	1,446 1,380
Officer	1998	450,000	750,000	498,400	1,380
NICHOLAS P. BROCKMAN Senior Vice President - Collections	2000 1999 1998	\$165,000 151,000 137,000	\$116,000 72,000 88,000	10,000 103,000 84,600	1,292 1,027 996
CURTIS K. POWELL Senior Vice President - Marketing	2000 1999 1998	\$191,000 182,000 170,000	\$105,000 73,000 107,000	10,000 178,000 178,000	1,430 1,130 1,046
RICHARD P. TROTTER Senior Vice President - Originations	2000 1999 1998	\$161,000 148,000 137,000	\$77,000 65,000 87,000	10,000 192,600 192,600	1,278 1,027 988
WILLIAM L. BRUMMUND, JR. Senior Vice President - Administration	2000 1999 1998 ======	\$161,000 153,000 143,000	\$89,000 58,000 92,000	10,000 132,600 84,600	1,302 1,046 1,002

- (1) Number of shares that might be purchased upon exercise of options that were granted in the period shown. Options granted in 1998 were cancelled in connection with a 1999 repricing.
- (2) Amounts in this column represent (a) Company contributions to the Employee Savings Plan (401(k) Plan), in the amount of \$600 per year per individual, and (b) premiums paid by the Company for group life insurance, as applicable to the named executive officers.

OPTION AND SAR GRANTS

The Company in the year ended December 31, 2000, did not grant any stock appreciation rights to any of the named executive officers, and granted options to such officers on two occasions. The Company in the past had made a practice of granting stock options to its executive officers and other employees from time to time, and in September 2000 granted options to each of its named executive officers. Each named executive officer other than the chief executive officer received a grant of options with respect to 10,000 shares, to become exercisable at the then-current market price of \$1.75 per share. The chief executive officer received in September a grant of options with respect to 250,000 shares, and in October a grant of options with respect to 83,333 shares, both of which are or will become exercisable at \$1.75 per share.

OPTIONS/GRANTS IN LAST FISCAL YEAR -

INDIVIDUAL GRANTS

Potential Realizable Value at Assumed Annual Rates of Stock Price Appreciation for Option Term

Name	Number of Shares Underlying Options Granted	Percent of Total Options Granted to Employees in 2000	Exercise or Base Price (\$/Share)	Expiration Date	5%	10%	NOTES
Charles E. Bradley, Jr	250,000 83,333	29.98% 9.99%	1.75 1.75	9/21/10 9/21/10	\$ 173,335 \$ 57,778	\$ 535,153 \$ 178,384	(1) (2)
Richard P. Trotter	10,000	1.20%	1.75	9/21/10	\$ 6,933	\$ 21,406	(3)
Curtis K. Powell	10,000	0.12%	1.75	9/21/10	\$ 6,933	\$ 21,406	(3)
William L. Brummund, Jr	10,000	0.12%	1.75	9/21/10	\$ 6,933	\$ 21,406	(3)
Nicholas P. Brockman	10,000	0.12%	1.75	9/21/10	\$ 6,933	\$ 21,406	(3)

Numbered notes above refer to the associated options becoming exercisable in cumulative installments as follows:

- (1) Exercisable from March 21, 2001.
- (2) Becomes exercisable in four equal installments on March 21, 2001, January 1, 2002, January 1, 2003, and January 1, 2004.
- (3) Becomes exercisable in five equal installments on January 1, 2001, January 1, 2002, January 1, 2003, January 1, 2004 and January 1, 2005.

AGGREGATED OPTION EXERCISES AND FISCAL YEAR END OPTION VALUE TABLE

The following table sets forth, as of December 31, 2000, and for the year then ended, the number of unexercised options held by each of the named executive officers, the number of shares subject to then exercisable and unexercisable options held by such persons and the December 31, 2000, value of all unexercised options held by such persons. Each option referred to in the table was granted under the Company's 1991 Stock Option Plan, or under the 1997 Long-Term Incentive Stock Plan, at an option price per share equal to the fair market value per share on the date of grant.

=======================================	=======================================	
Name	Number of Unexercised Options at December 31, 2000 Exercisable/Unexercisable	Value of Unexercised In-the-Money Options at December 31,2000 (1) Exercisable/Unexercisable
Charles E. Bradley, Jr.	517,640/420,933	\$420,582/\$71,175
Nicholas P. Brockman	59,400/63,600	\$48,262/\$43,550
Curtis K. Powell	94,250/83,750	\$76,578/\$59,921
Richard P. Trotter	132,100/60,500	\$107,331/\$41,031
William L. Brummund, Jr.	85,000/47,600	\$69,062/\$30,550

⁽¹⁾ Valuation based on the year's last sales price on December 29, 2000 of 1.4375 per share, as reported by Nasdaq.

BONUS PLAN

The named executive officers and other officers participate in a management bonus plan, pursuant to which such employees are entitled to earn cash bonuses, if the Company achieves certain net income levels or goals established by the Board of Directors, and if such employees achieve certain individual objectives. The amount of bonus payable to each officer is determined by the Board of Directors upon recommendation of the Compensation Committee.

DIRECTOR COMPENSATION

During the year ended December 31, 2000, the Company paid director compensation of \$125,000 to Mr. Bradley, Sr., for his service as Chairman of the Board of Directors. Mr. Bradley, Jr., President of the Company, received no additional compensation for his service as a director. The remaining directors received a retainer of \$1,000 per month and an additional fee of \$500 per diem for attendance at meetings.

ITEM 12. SECURITY OWNERSHIP OF CERTAIN BENEFICIAL OWNERS AND MANAGEMENT

The following table sets forth the number and percentage of shares of CPS Common Stock (its only class of voting securities) owned beneficially as of April 26, 2001, by (i) each person known to CPS to own beneficially more than 5% of the outstanding Common Stock, (ii) each director or named executive officer of CPS, and (iii) all directors and executive officers of CPS as a group. Except as otherwise indicated, and subject to applicable community property and similar laws, each of the persons named has sole voting and investment power with respect to the shares shown as beneficially owned by such persons. The address of Messrs. Bradley, Jr., Brockman, Brummund, Jr., Powell and Trotter is c/o Consumer Portfolio Services, Inc., 16355 Laguna Canyon Road, Irvine, CA 92618.

	Amount & Nature of	Percent
Name & Address of Beneficial Owner	Beneficial Ownership (1)	of Class
Charles E. Bradley, Sr Stanwich Partners, Inc., 62 Southfield Avenue, Stamford, CT 06902	3,317,219 (2)	17.3%
William B. Roberts	1,063,982	5.5%
John G. Poole Stanwich Partners, Inc., 62 Southfield Avenue, Stamford, CT 06902	667,193 (3)	3.4%
Robert A. Simms	, , ,	1.7%
Thomas L. Chrystie		0.9%
Charles E. Bradley, Jr	, , ,	15.5%
Nicholas P. Brockman	•	0.7%
William L. Brummund, Jr		0.7%
Curtis K. Powell	•	0.6%
Richard P. Trotter	,	0.8%
All directors and executive officers combined (14 persons)	, , ,	42.2%
Levine Leichtman Capital Partners II, L.P	4,553,500 (8)	23.7%
FSA Portfolio Management Inc	1,702,334 (9)	8.1%

- (1) Includes certain shares that may be acquired within 60 days after April 26, 2001 from the Company upon exercise of options, as follows: Mr. Poole, 30,000 shares; Mr. Bradley, Jr., 802,907 shares; Mr. Brummund, 98,100 shares; Mr. Brockman, 76,500 shares; Mr. Powell, 116,000 shares; and Mr. Trotter, 153,900 shares.
- (2) Includes 207,490 shares owned by the named person's spouse, as to which he has no voting or investment power, and 517,791 shares owned by two corporations (Stanwich Financial Services Corp., or "SFSC," and Stanwich Partners, Inc., or "Stanwich") of which the named person is president and a director. Includes 620,000 shares that are subject to options in favor of Mr. Chrystie and Mr. Bradley, Jr.
- (3) Includes 333,333 shares is suable upon conversion of \$1,000,000 of Company debt held by the named person.
- (4) Includes 16,944 shares owned jointly with Mr. Simms' spouse.
- (5) Includes 162,100 shares held by the Thomas L. Chrystie Living Trust, and 20,000 shares that Mr. Chrystie may acquire upon exercise of an option written by SFSC.
- (6) Includes 1,058,818 shares held by trusts of which Mr. Bradley is the co-trustee, and as to which shares Mr. Bradley has shared voting and investment power. One such trust holds 211,738 shares for the benefit of Mr. Bradley. The co-trustee, who has shared voting and investment power as to all such shares (representing 5.4% of outstanding shares), is Kimball Bradley, whose address is 11 Stanwix Street, Pittsburgh, PA 15222. Also includes 600,000 shares that Mr. Bradley, Jr. has the presently exercisable right to acquire from Mr. Bradley,
- (7) Includes 1,827,100 shares that may be acquired within 60 days after April
- 26, 2001, upon exercise of options and conversion of convertible securities.
- (8) Comprises 4,552,500 issued shares and 1,000 shares that are issuable upon exercise of an outstanding warrant.
- (9) Represents shares is suable upon exercise of a presently exercisable warrant.

ITEM 13. CERTAIN RELATIONSHIPS AND RELATED TRANSACTIONS

CPS LEASING. The Company holds 80% of the outstanding shares of the capital stock of CPS Leasing, Inc. ("CPSL"). The remaining 20% of CPSL is held by Charles E. Bradley, Jr., who is the President and a director of the Company. CPSL engaged in the equipment leasing business, and is currently in the process of liquidation as its leases come to term. CPSL financed its purchases of the equipment that it leases to others through either of two lines of credit. Amounts borrowed by CPSL under one of those two lines of credit have been guaranteed by the Company. As of March 31, 2001, the total amount outstanding under the two lines of credit was approximately \$2.2 million, of which the Company had guarantied approximately \$1.0 million. The Company has also financed the operations of CPSL by making operating advances and by advancing to CPSL the fraction of the purchase prices of its leased equipment that CPSL does not borrow under its lines of credit. The aggregate amount of advances made by the Company to CPSL as of March 31, 2001, is approximately \$2.3 million. The advances related to operations bear interest at the rate of 8.5% per annum. The advances related to the fraction of the purchase price of leased equipment are not interest bearing.

NAB ASSET CORP. The Company holds 38% of the outstanding shares of NAB Asset Corp. ("NAB"), a corporation of which Mr. Bradley, Sr., is the chairman and chief executive officer and of which Mr. Bradley, Jr., is a director. The Company has agreed to approve a proposed reorganization of NAB under Chapter 11 of the bankruptcy code, in which it will be provided that creditors of NAB be paid in full, that shareholders of NAB other than the Company and one other shareholder receive cash in the amount of \$0.125 per share, and that the Company and the one other shareholder continue to hold a minority interest in NAB. Among the creditors of NAB to be paid is SFSC (a corporation of which Mr. Bradley, Sr., is sole director and chief executive officer and, indirectly, the sole shareholder). The debt to be repaid to SFSC is approximately \$6.1 million, which is to be repaid over the time period originally applicable to such debt.

CARS USA. In the ordinary course of its business operations, the Company from time to time purchases retail automobile installment contracts from an automobile dealer, Cars USA, which is owned by a corporation of which Mr. Bradley, Sr., and Mr. Bradley, Jr., are the principal shareholders. During the year ended December 31, 2000, the Company purchased 28 such contracts, with an aggregate principal balance of approximately \$414,000. The Company paid an aggregate of approximately \$400,000 for such contracts. All such purchases were on the Company's normal business terms. Cars USA is indebted to the Company, in the amount of approximately \$688,000 as of December 31, 2000.

LEVINE LEICHTMAN. In March 2000, the Company and Levine Leichtman Capital Partners II, L.P. ("LLCP") restructured the outstanding indebtedness of the Company in favor of LLCP, which had been in default. In the restructuring, (i) all existing defaults were waived or cured, (ii) LLCP lent an additional \$16 million ("Tranche A") to the Company, (iii) the proceeds of that loan (net of fees and expenses) were used to repay all of the Company's outstanding senior secured indebtedness, (iv) the outstanding \$30 million of subordinated indebtedness in favor of LLCP was exchanged for senior indebtedness ("Tranche B"), (v) the Company granted a blanket security interest in favor of LLCP, to secure both Tranche A and Tranche B, and (vi) LLCP released SFSC and others (including Mr. Bradley, Sr., Mr. Bradley, Jr., and Mr. Poole) of any liability for failure to invest \$15 million in the Company, as SFSC had previously agreed to do. Tranche A was originally due July 2001, and bore interest at 12.50% per annum; Tranche B is due November 2003, and bears interest at 14.50% per annum. The interest rate is subject to increase by 2.0% in the event of a default by the Company. In the restructuring, the Company paid a fee of \$325,000, paid accrued default interest of \$300,000, issued 103,500 shares of common stock to LLCP, and paid out-of-pocket expenses of approximately \$250,000. The terms of the transaction were determined by negotiation between the Company and LLCP.

In January 2001, the Company prepaid the \$4 million then outstanding of Tranche A. Such prepayment was a condition to obtaining LLCP's consent to the prepayment of \$4 million of debt outstanding in favor of SFSC. In connection with such prepayment, the Company paid LLCP a consent fee of \$200,000.

SFSC. On September 30, 1999, the Company issued \$1.5 million of promissory notes to SFSC. The notes bear interest at the rate of 14.5% per annum. As part of a related agreement, the Company agreed to issue warrants to purchase 207,000 shares of the Company's common stock at the price of \$0.01 per share. Those warrants were never issued, and in the March 2000 restructuring, described above, SFSC agreed to accept 103,500 shares of common stock in place of such 207,000 warrants. Throughout 2000, the Company was indebted to SFSC in the principal amount of \$20.5 million, and paid interest monthly with respect to that debt. Such interest payments totaled \$2.1 million in 2000. Due to the January 2001 retirement of a portion of such debt (see below), such interest is estimated at \$1.6 million for the current year. The Company also throughout 2000 was indebted to John G. Poole, a director, in the principal amount of \$1,000,000, and paid interest monthly with respect to that debt. Such interest payments totaled \$125,000 in 2000, and are estimated to be the same in the current year.

In January 2001 the Company prepaid \$4 million out of a total of \$20.5 million of debt outstanding in favor of SFSC. The information appearing in note 8 to the Company's consolidated financial statements, filed elsewhere in this report, is incorporated herein by reference.

EMPLOYEE INDEBTEDNESS. The Company has from time to time lent money to its employees, including officers. Such borrowings are evidenced by promissory notes, and generally bear interest at 10% per annum. Charles E. Bradley, Jr. (president and a director) and Nicholas P. Brockman (a senior vice president) were indebted to the Company in excess of \$60,000 at various times since January 1, 2000. The maximum indebtedness of Mr. Bradley was \$88,436 as of January 1, 2000, and the maximum indebtedness of Mr. Brockman was \$154,618 as of January 1, 2000. As of April 27, 2001, Mr. Bradley's and Mr. Brockman's indebtedness to the Company was \$0 and \$60,618 respectively.

FSA. In November 1999 the Company entered into a revolving note purchase facility, using the proceeds of sale of such notes to purchase automotive receivables. Financial Security Assurance Inc. ("FSA"), which is the beneficial holder of in excess of 5% of the Company's stock, issued a financial guaranty insurance policy with respect to all payments of principal and interest called for by such notes, for which it receives fees and insurance premiums. FSA has also issued financial guaranty insurance policies with respect to payments of interest and principal due under specified asset-backed securities sponsored by the Company and issued at various times from 1994 through 1998, for which it also receives fees and insurance premiums.

The agreements and transactions described above (other than those between the Company and LLCP or the Company and FSA) were entered into by the Company with parties who personally benefited from such transactions and who had a control or fiduciary relationship with the Company. In each case such agreements and transactions have been reviewed and approved by the members of the Company's Board of Directors who are disinterested with respect thereto.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has caused this amendment to report to be signed on its behalf by the undersigned, thereunto duly authorized.

CONSUMER PORTFOLIO SERVICES, INC. (Registrant) April 30, 2001

By: /s/ CHARLES E BRADLEY, JR.

Charles E. Bradley, Jr., President