

BRAIN DAVID M
Form 4
February 09, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRAIN DAVID M

2. Issuer Name and Ticker or Trading Symbol
ENTERTAINMENT PROPERTIES TRUST [epr]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
CEO & President

(Last) (First) (Middle)
30 W PERSHING ROAD, SUITE 201
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/05/2010

KANSAS CITY, MO 64108

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				(A) or (D)	Price					
				Code	V	Amount				
Common Shares of Beneficial Interest ⁽¹⁾	02/05/2010 ⁽¹⁾		J ⁽¹⁾	0	⁽¹⁾	A	⁽¹⁾	1,628	I	Shares Owned by Wife ⁽¹⁾
Common Shares of Beneficial Interest	02/05/2010		D ⁽²⁾	35,000	⁽²⁾	D	\$ 35.3	391,921	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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- Pursuant to the Promissory Note dated January 3, 2002, payable by Mr. Brain to the Company, Mr. Brain made a partial principal
- (2) prepayment of \$1,235,500.00, payable by the surrender of 35,000 common shares of beneficial interest in the Company at a value of \$35.30 per share, which was the closing price of the shares on February 5, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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