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ENTERTAINMENT PROPERTIES TRUST

Form 8-A12B

May 24, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES

PURSUANT TO SECTION 12(b) OR (g) OF THE

SECURITIES EXCHANGE ACT OF 1934

COMMISSION FILE NUMBER 1-13561

ENTERTAINMENT PROPERTIES TRUST
(EXACT NAME OF REGISTRANT AS SPECIFIED IN ITS CHARTER)

MARYLAND 43-1790877
(STATE OF INCORPORATION OR ORGANIZATION) (I.R.S. EMPLOYER IDENTIFICATION NO.)

30 WEST PERSHING ROAD, SUITE 201
KANSAS CITY, MISSOURI 64108
(816) 472-1700

(ADDRESS, INCLUDING ZIP CODE, AND TELEPHONE NUMBER, INCLUDING AREA CODE, OF
REGISTRANT'S PRINCIPAL EXECUTIVE OFFICES)

SECURITIES TO BE REGISTERED PURSUANT TO SECTION 12(b) OF THE ACT:

| TITLE OF EACH CLASS ----- | NAME OF EACH EXCHANGE ON WHICH EACH CLASS IS TO BE REGISTERED ----- |
|--|---|
| 9.50% SERIES A CUMULATIVE REDEEMABLE PREFERRED SHARES, PAR VALUE \$0.01 PER SHARE | NEW YORK STOCK EXCHANGE |

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. [X]

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. []

SECURITIES TO BE REGISTERED PURSUANT TO SECTION 12(g) OF THE ACT:
NONE

PART I

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ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

A description of the 9.50% Series A Cumulative Redeemable Preferred Shares, par value \$0.01 per share, is contained in the prospectus supplement dated May 23, 2002 filed with the Securities and Exchange Commission under Rule 424(b) (5) on May 24, 2002, pursuant to the Company's Registration Statement on Form S-3 (File No. 333-87242), filed with the Securities and Exchange Commission on April 30, 2002. The prospectus supplement is hereby incorporated by reference into this registration statement.

ITEM 2. EXHIBITS.

4.4 Articles Supplementary designating the powers, preferences and rights of the 9.50% Series A Cumulative Redeemable Preferred Shares (par value \$0.01 per share)

4.5 Form of 9.50% Series A Cumulative Redeemable Preferred share certificate.

2

SIGNATURES

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized.

Entertainment Properties Trust
(Registrant)

Dated: May 24, 2002

By: /s/ Gregory K. Silvers

Name: Gregory K. Silvers
Title: Vice President, Secretary,
General Counsel and Chief
Development Officer

3