

ENTERTAINMENT PROPERTIES TRUST
Form SC TO-T/A
April 30, 2001

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

SCHEDULE TO
(RULE 14d-100)
TENDER OFFER STATEMENT PURSUANT TO SECTION 14(d)(1) OR 13(e)(1) OF
THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 3)

ENTERTAINMENT PROPERTIES TRUST
(NAME OF SUBJECT COMPANY)

BRT REALTY TRUST
(NAME OF FILING PERSONS-OFFEROR)

COMMON SHARES OF BENEFICIAL INTEREST,
PAR VALUE \$0.01 PER SHARE
(TITLE OF CLASS OF SECURITIES)

29380T105
(CUSIP NUMBER OF CLASS OF SECURITIES)

SIMEON BRINBERG
BRT REALTY TRUST
60 CUTTER MILL ROAD
GREAT NECK, NEW YORK 11021
TELEPHONE: (516) 466-3100
(NAME, ADDRESS AND TELEPHONE NUMBER OF PERSON AUTHORIZED TO RECEIVE NOTICES
AND COMMUNICATIONS ON BEHALF OF FILING PERSONS)

COPIES TO:
LAWRENCE LEDERMAN
MILBANK, TWEED, HADLEY & MCCLOY LLP
ONE CHASE MANHATTAN PLAZA
NEW YORK, NEW YORK 10005
TELEPHONE: (212) 530-5732

CALCULATION OF FILING FEE

TRANSACTION VALUATION*	AMOUNT OF FILING FEE
\$18,000,000	\$3,600

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SIGNATURE

After due 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.

BRT REALTY TRUST

/s/ SIMEON BRINBERG

(Signature)

Simeon Brinberg,
Senior Vice President

(Name and Title)

April 30, 2001

(Date)

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EXHIBIT INDEX

EXHIBIT NO.

- (a) (1) Offer to Purchase dated April 10, 2001.*
- (a) (2) Letter of Transmittal (including Guidelines for Certification of Taxpayer Identification Number on Substitute Form W-9).*
- (a) (3) Notice of Guaranteed Delivery.*
- (a) (4) Letter to Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees.*
- (a) (5) Letter to Clients for use by Brokers, Dealers, Commercial Banks, Trust Companies and Other Nominees.*
- (a) (6) Letter to Shareholders, dated March 30, 2001.*
- (a) (7) Press release issued by BRT, dated April 2, 2001.*
- (a) (8) Letter to Shareholders, dated April 10, 2001.*
- (a) (9) Press release issued by BRT, dated April 10, 2001.*
- (a) (10) Letter to Shareholders, dated April 20, 2001.*
- (a) (11) Press release by BRT, dated April 23, 2001.*
- (a) (12) Letter to Shareholders, dated April 27, 2001.*
- (a) (13) Press release issued by BRT, dated April 30, 2001.
- (b) None.
- (d) None.
- (g) None.
- (h) None.

* Previously filed.

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