

F01 000000664

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Jennifer*

REGISTERED AGENT CHANGE

MEGAPLEX NINE, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 23, 2004

MEGAPLEX NINE, INC.
30 PERSHING ROAD, SUITE 201
KANSAS CITY, MO 64108

SUBJECT: MEGAPLEX NINE, INC.
REF: P01000000664

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain the name and capacity of the person signing on behalf of the new registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist

FAX Aud. #: H04000251887
Letter Number: 304A00071306

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Missouri in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Megaplex Nine, Inc.
2. The principal office address: 30 Pershing Road, Suite 201 Kansas City, MO 64108
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 02/02/01 Document number: F01000000664

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

LexisNexis Document Solutions Inc.

1201 Hays Street

Tallahassee FL 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

C T Corporation System

c/o C T Corporation System

(P.O. Box or personal mailbox NOT acceptable)

1200 South Pine Island Road, Plantation, Florida 33324

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Vice-President

[Signature]
(Signature of an officer, chairman or vice chairman of the board)

(Printed or typed name and title)

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

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[Signature]
(Signature of Registered Agent)

12/20/04
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE AND MAIL TO:
DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Gregory K. Silvers Vice President, Entertainment Properties Trust (the Company) a corporation formed under the laws of Maryland and of the subsidiary entities shown on the list appended hereto does hereby appoint Jessica Eisele and Megan Gillis as attorneys-in-fact for the Company and for the subsidiary entities to act for the Company and for the subsidiary entities and in the name of the Company and of the subsidiary entities for the limited purposes authorized herein.

The Company and the subsidiary entities, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any state.

In the execution of any documents necessary for the purposes set forth herein Jessica Eisele shall exercise the power of Vice President and Megan Gillis shall exercise the power of Secretary.

This Power of Attorney expires at the completion of the change of Registered Agent process.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 10th day of December 2004.

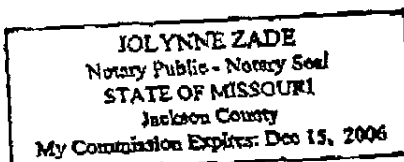
By: [Signature]

Name: Gregory K. Silvers

Officer Title: Vice President

Signed and sworn to
before me this 10th
day of December 2004.

[Signature]
Notary Public



**ENTERTAINMENT PROPERTIES TRUST
AND AFFILIATED ENTITIES**

3 Theatres, Inc.
Missouri
Florida
Idaho
North Carolina

30 West Pershing, LLC
Arizona
Georgia
Illinois
Kansas
Louisiana
Missouri
Michigan
Mississippi
New Jersey
North Carolina
South Carolina
Virginia

Atlantic EPR I
Delaware

Atlantic EPR II
Delaware

Cantera 30, Inc.
Delaware
Illinois

Cantera 30, L.P.
Delaware
Illinois

EPT Boynton Beach 16, Inc.
Missouri
Florida

EPT DownReit, Inc.

Missouri
Florida
Illinois
Louisiana
Mississippi
Pennsylvania
Tennessee
Texas

EPT DownReit II, Inc.

Missouri
California
Ohio
Texas

EPT Kendall Empire 20, Inc.

Missouri
Florida

EPT Melbourne, Inc.

Missouri

EPT New Roc GP, Inc.

Delaware

EPT New Roc, LLC

Delaware

EPT Sarasota 20, Inc.

Missouri
Florida

EPT Waterparks, Inc.

Missouri

Entertainment Reit, Inc.

Missouri

Entertainment Properties Trust

Maryland
Michigan
Ohio
South Carolina

EPR Canada, Inc.
Missouri

EPR Hialeah, Inc.
Missouri
Florida

EPR TRS I, Inc.
Missouri

EPR TRS II, Inc.
Missouri

EPR TRS Holdings, Inc.
Missouri

Flik, Inc.
Delaware
California
Florida
Illinois
Kansas
Louisiana
Michigan
Nebraska
North Carolina
South Carolina
Virginia

Flik Depositor, Inc.
Delaware
Missouri

Megaplex Four, Inc.
Missouri
Arkansas
Florida
Georgia
Texas

Megaplex Holdings, Inc.
Missouri

Megaplex Nine, Inc.

Missouri
California
Florida
Illinois
Kansas
Texas
Virginia

Tampa Veterans 24, Inc.

Delaware
Florida

Tampa Veterans 24 I, Inc.

Missouri

Tampa Veteran 24, L.P.

Delaware
Florida
Missouri

Theatre Sub, Inc.

Missouri

VinReit, LLC

Delaware

Westcol Center, LLC

Delaware
Colorado

Westcol Corp. Inc.

Delaware
Colorado

Westcol Holdings, LLC

Delaware
Colorado

Westcol Theatre, LLC

Delaware
Colorado

Westminster Promenade Owners Association, LLC

Colorado