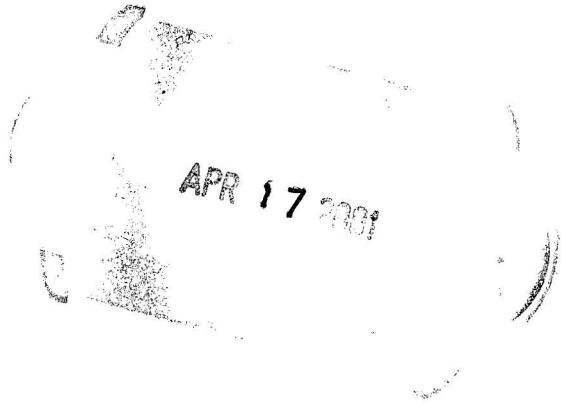
LOEWS CINEPLEX ENTERTAINMENT



LOEWS THEATRES
SONY THEATRES
CINEPLEX ODEON
LOEWS CINEPLEX INTERNATIONAL
MAGIC JOHNSON THEATRES
STAR THEATRES

District of Columbia Board of Zoning Adjustment
441 4th Street, NW
Washington, DC 20001

RE: BZA Case #16702
Hearing Date: April 17, 2001

Dear Members of the Board:

I am writing on behalf of Loews Cineplex Entertainment Corp. ("Loews"), regarding the development of the Georgetown Incinerator by Millennium Georgetown Partners LLC ("Millennium") in Georgetown, Washington, D.C., which property is the subject of the above-referenced case.

In early 1999, Loews and Millennium signed a detailed agreement whereby Loews agreed to lease and operate the 3,000 seat theater complex within the Georgetown Incinerator project. We understand that the addition of the theaters was a critical element in Millennium's successful bid to develop the District-owned parcel. The terms of the agreement called for Loews to contribute approximately $25 million towards the construction, buildout and pre-opening costs of the theater space and to pay annual rent of $1.75 million.

Based on our prior experience with Millennium in other cities, we always knew that the construction contribution and annual rent commitment were critical to the successful financing of the project. The kind of large, open volumes of space that are required for today's modern stadium seating multiplexes are extremely difficult and expensive to construct in any urban environment but are almost an economic impossibility with Washington's height restrictions.

As you may be aware, the movie theater industry has experienced severe financial hardship. In fact, ten theater circuits have filed for the protection of the courts under Chapter 11 of the bankruptcy laws. Among the top ten circuits in the country four have filed for bankruptcy protection and another major circuit is in default under their senior credit facility. These five circuits operate approximately 60% of the top 10 circuits' total screens. LCE has filed for Chapter 11 bankruptcy in the U.S. Bankruptcy Court for the Southern District of New York. As a result Loews is currently unable to commit to any portion of the approximately $25 million necessary under the terms of its proposed deal with Millennium.

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Case No. 16702
Exhibit No. 44

Board of Zoning Adjustment
District of Columbia
CASE NO.16702
EXHIBIT NO.44

Notwithstanding our current financial situation, Loews believes the Georgetown theater project is one of the best potential sites for showing movies available in the District, which is one of the most under-screened markets in the country. The District is one of the few major metropolitan areas in the country that does not yet have a major modern multiplex. In order for the District of Columbia to remain competitive with its surrounding suburbs in attracting nightlife, it is important that additional multi-screen theaters are added. Because of the industry's problems and the difficulty of building modern movie complexes in urban environments, very few new theaters are under construction in the country right now. Many theater developments that were in progress have been abandoned.

The Georgetown Incinerator site offers a unique opportunity to the District to expand the entertainment services to its residents. We advocate any governmental action such as the one proposed today that take into consideration the economic changes which have occurred since the project was initially planned and allow the construction and completion of this project.

We thank you for the opportunity to comment on Loews' proposed commitment to the Georgetown Incinerator project.

Sincerely,

LOEWS CINEPLEX ENTERTAINMENT CORP.

By: _____

Its: President, U.S. Operations



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FROM: Mario Palumbo

DATE: April 16, 2001

RE: Attached Loews letter

___3___PAGES including COVER

Should you have any problems with this transmission please contact _Lilian__ at (212) 875-4909.