

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * AZOFF IRVING		2. Date of Event Requiring Statement (Month/Day/Year) 01/25/2010	3. Issuer Name and Ticker or Trading Symbol Live Nation Entertainment, Inc. [LYV]	
(Last) (First) (Middle) C/O LIVE NATION ENTERTAINMENT, INC., 9348 CIVIC CENTER DRIVE	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Exec Chairman		5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street) BEVERLY HILLS, CA 90210			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)	Table I - Non-Derivative Securities Beneficially Owned			

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,474,372 (1)	I	By Irving Azoff and Rochelle Azoff, as Co-Trustees of the Azoff Family Trust of 1997

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

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Unit	(2)	(2)	Common Stock, par value \$0.01	294,875	\$ 0 (2)	D	
Restricted Stock Unit	(3)	(3)	Common Stock, par value \$0.01	372,854	\$ 0 (3)	D	
Restricted Stock Unit	(4)	(4)	Common Stock, par value \$0.01	213,060	\$ 0 (4)	D	
Stock Option (buy)	(5)	10/29/2018	Common Stock, par value \$0.01	2,948,745 (5)	\$ 13.57 (5)	D	
			Common	2,130,598			

Stock Option (buy)	(6)	05/06/2019	Stock, par value \$0.01	(6)	\$ 5.12 (6)	D
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AZOFF IRVING C/O LIVE NATION ENTERTAINMENT, INC. 9348 CIVIC CENTER DRIVE BEVERLY HILLS, CA 90210	X		Exec Chairman	

Signatures

Michael Rowles, Attorney-in-Fact for Irving Azoff	02/04/2010
<small>**Signature of Reporting Person</small>	<small>Date</small>

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

In connection with the merger (the "Merger") of Ticketmaster Entertainment, Inc. ("Ticketmaster") with and into a wholly-owned subsidiary of the Issuer on January 25, 2010, each of the 1,000,000 shares of common stock, par value \$0.01, of Ticketmaster ("Ticketmaster Common Stock") previously held by the Reporting Person was cancelled and converted into the right to receive (1) 1.4743728 shares of common stock, par value \$0.01 per share, of the Issuer ("Issuer Common Stock"). On January 25, 2010, the closing price of Issuer Common Stock as reported on the New York Stock Exchange was \$10.51 per share, and the closing price of Ticketmaster Common Stock as reported on the NASDAQ Global Select Market was \$15.40 per share.

Received in connection with the Merger on January 25, 2010 in exchange for 200,000 Ticketmaster restricted stock units previously (2) held by the Reporting Person. The Issuer restricted stock units vest in four equal annual installments with the first vesting on June 9, 2010, subject to satisfaction of performance goals.

Received in connection with the Merger on January 25, 2010 in exchange for 252,890 Ticketmaster restricted stock units previously (3) held by the Reporting Person. The Issuer restricted stock units vest in equal tranches of 25% upon the later of (a) the first, second, third and fourth anniversaries of January 25, 2010, the closing date of the Merger and (b) the date that the average closing trading price for Live Nation Entertainment, Inc. common stock over any consecutive 12-month period following the Merger exceeds \$21.30.

Received in connection with the Merger on January 25, 2010 in exchange for 144,509 Ticketmaster restricted stock units previously (4) held by the Reporting Person. The Issuer restricted stock units vest on the first, second, third and fourth anniversaries of January 25, 2010, the closing date of the merger, subject to satisfaction of performance goals.

Received in connection with the Merger on January 25, 2010 in exchange for an option to acquire 2,000,000 shares of Ticketmaster (5) Common Stock at an exercise price of \$20.00 per share previously held by the Reporting Person. This option to acquire Issuer Common Stock was 25% vested on January 25, 2010 and the remainder vests in three equal annual installments with the first vesting on October 29, 2010.

Received in connection with the Merger on January 25, 2010 in exchange for an option to acquire 1,445,088 shares of Ticketmaster (6) Common Stock at an exercise price of \$7.55 per share previously held by the Reporting Person. This option to acquire Issuer Common Stock was 25% vested on January 25, 2010 and the remainder vests in three equal annual installments with the first vesting on October 29, 2010.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Exhibit 24.1

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Michael Rapino and Michael Rowles, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as a director and/or officer of Live Nation Entertainment, Inc. (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of the date written below.

/s/ Irving Azoff
Irving Azoff

Date February 2, 2010