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Secretary of State

PROFIT CORPORATION ANNUAL REPORT
1997

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # **F94000001237 (6)**

1. Corporation Name
BLOCKBUSTER SC VIDEO OPERATING CORPORATION

Principal Place of Business	Mailing Address
200 S. ANDREWS AVE. FT. LAUDERDALE FL 33301	200 S. ANDREWS AVE. FT. LAUDERDALE FL 33301-1864

3. Date Incorporated or Qualified: 03/11/1994
3a. Date of Last Report: 04/30/1996

2. Principal Place of Business
21: 1201 Elm Street
Suite, Apt. #, etc. 22:
City & State 23: Dallas, TX
Zip 24: 75270 Country 25: USA

2a. Mailing Address
26: SAME
Suite, Apt. #, etc. 27:
City & State 28:
Zip 29: Country 30:

4. FEI Number: 75-2318688 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ **$8.75** Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ **$5.00** May Be Added to Fees

8. This corporation has liability for intangible tax under s. 199.032, Florida Statutes ☐ Yes ☐ No

9. Name and Address of Current Registered Agent

THE PRENTICE-HALL CORPORATION SYSTEM, INC.
1201 HAYS STREET
SUITE 105
TALLAHASSEE FL 32301

10. Name and Address of New Registered Agent

81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City **FL** 85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ DATE
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent's signature required when reinstating)

12. OFFICERS AND DIRECTORS			13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	~~PD~~ FIELDS, BILL ~~200 S. ANDREWS AVE.~~ ~~FT. LAUDERDALE FL 33301~~	☐ DELETE	1.1 TITLE / 1.2 NAME / 1.3 STREET ADDRESS / 1.4 CITY-ST-ZIP	Director 1201 Elm Street Dallas, TX 75270	☒ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	P BARRETT, H. SCOTT 200 S. ANDREWS AVE. FT. LAUDERDALE FL 33301	☒ DELETE	2.1 TITLE / 2.2 NAME / 2.3 STREET ADDRESS / 2.4 CITY-ST-ZIP	Ex. V.P. Gary Petersen 1201 Elm St. Dallas, TX 75270	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	~~EVP~~ BYRNE, THOMAS C ~~200 S. ANDREWS AVE.~~ ~~FT. LAUDERDALE FL 33301~~	☐ DELETE	3.1 TITLE / 3.2 NAME / 3.3 STREET ADDRESS / 3.4 CITY-ST-ZIP	Vice Chairman 1201 Elm St. Dallas, TX 75270	☒ Change ☐ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	EVP FLEETWOOD, ROBERT S 200 S. ANDREWS AVE. FT. LAUDERDALE FL 33301	☒ DELETE	4.1 TITLE / 4.2 NAME / 4.3 STREET ADDRESS / 4.4 CITY-ST-ZIP	Ex. V.P. Adam Phillips 1201 Elm Street Dallas, TX 75270	☐ Change ☒ Addition
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	EVP HAWKINS, THOMAS W 200 S. ANDREWS AVE. FT. LAUDERDALE FL 33301	☒ DELETE	5.1 TITLE / 5.2 NAME / 5.3 STREET ADDRESS / 5.4 CITY-ST-ZIP	~~Ex. V.P.~~ Mark Gilman 1201 Elm St. Dallas, TX 75270	☐ Change ☒ Addition 3-10-97
TITLE / NAME / STREET ADDRESS / CITY-ST-ZIP	SVP WOODS, BRIAN 200 S. ANDREWS AVE. FT. LAUDERDALE FL 33301	☒ DELETE	6.1 TITLE / 6.2 NAME / 6.3 STREET ADDRESS / 6.4 CITY-ST-ZIP	900002108699 -03/10/97--01051--003 ***1815.00	☐ Change ☐ Addition

CR2E034 (9/96)

14. I do hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: Mark Shapiro Asst. Sec. 2/4/97 954-832-3000
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #