

**2003 FOR PROFIT CORPORATION
UNIFORM BUSINESS REPORT (UBR)**


FILED
May 01, 2003 8:00 am
Secretary of State

05-01-2003 90140 046 ***150.00

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DOCUMENT # F94000001237

1. Entity Name
BLOCKBUSTER SC VIDEO OPERATING CORPORATION



Principal Place of Business
**1201 ELM STREET
DALLAS TX 75270**

Mailing Address
**% MICHAEL D. FRICKLAS
1515 BROADWAY
NEW YORK NY 10036
US**

2. Principal Place of Business
Suite, Apt. #, etc.


3. Mailing Address
Suite, Apt. #, etc.

City & State

City & State

Zip Country Zip Country

11001004



CHECK HERE IF MAKING CHANGES

4. FEI Number **75-2318688**
Applied For
Not Applicable

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

6. Name and Address of Current Registered Agent

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

7. Name and Address of New Registered Agent

Name

Street Address (P.O. Box Number is Not Acceptable)

City **FL** Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

FILE NOW!!! FEE IS \$150.00
After May 1, 2003 Fee will be \$550.00
Make Check Payable to Florida Department of State

9. Election Campaign Financing Trust Fund Contribution. **\$5.00** May Be Added to Fees

10. OFFICERS AND DIRECTORS

TITLE NAME STREET ADDRESS CITY-ST-ZIP	PD JOHN F ANTIOCO 1201 ELM ST DALLAS TX 75270	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVSD STEAD, EDWARD B 1201 ELM STREET DALLAS TX 75270	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVPC ZINE, LARRY J 1201 ELM STREET DALLAS TX 75270	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	EVP WILSON, DEAN M 1201 ELM STREET SUITE 2100 DALLAS TX 75270	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS ROSENBERG, KATHERINE 1515 BROADWAY NEW YORK NY 10036	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS FRANK, RICHARD A 1201 ELM STREET STE 2100 DALLAS TX 75270	<input type="checkbox"/> Delete

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
SEE ADDENDUM	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition

12. I 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 report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with another like empowered.

SIGNATURE:  **REQUIRED** **Richard A. Frank, 4/24/03, (214) 854-3000**

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR **Assistant Secretary** Date Daytime Phone #

CRP20034 (10/02)

Attachment
94000001237
11031654

ADDENDUM TO 2003 ANNUAL REPORT

BLOCKBUSTER SC VIDEO OPERATING CORPORATION

Director:

John F. Antioco
1201 Elm Street
Dallas, TX 75270

Officers:

Chairman of the Board, President and Chief Executive Officer

John F. Antioco
1201 Elm Street, Suite 2100
Dallas, TX 75270

Senior Vice President, Human Resources and Administration

William A. Roskin
1515 Broadway
New York, NY 10036

Executive Vice President

Michael K. Roemer
1201 Elm Street, Suite 2100
Dallas, TX 75270

Vice President and Assistant Secretary

Michelena Hallie
1515 Broadway
New York, NY 10036

Executive Vice President, General Counsel and Secretary

Edward B. Stead
1201 Elm Street, Suite 2100
Dallas, TX 75270

Assistant Secretary

Laura Franco
1515 Broadway
New York, NY 10036

President, Worldwide Retail

Nigel Travis
1201 Elm Street, Suite 2100
Dallas, TX 75270

Assistant Secretary

Richard A. Frank
1201 Elm Street, Suite 2100
Dallas, TX 75270

Executive Vice President and Chief Financial Officer

Larry J. Zine
1201 Elm Street, Suite 2100
Dallas, TX 75270

Assistant Secretary

Katherine B. Rosenberg
1515 Broadway
New York, NY 10036

Senior Vice President and Assistant Secretary

Michael D. Fricklas
1515 Broadway
New York, NY 10036