



THE UNITED STATES  
CORPORATION  
COMPANY

F97000004892

ACCOUNT NO. : 072100000032

REFERENCE : 005574 4319220

AUTHORIZATION : Patricia P.

COST LIMIT : \$ 35.00

ORDER DATE : October 22, 1998

ORDER TIME : 10:36 AM

ORDER NO. : 005574-030

CUSTOMER NO: 4319220

CUSTOMER: Michael Liotta, Esq  
Viacom Inc.  
1515 Broadway  
51-35  
New York, NY 10036

8000002674388--2

RECEIVED  
98 OCT 28 AM 11:28  
DIVISION OF CORPORATIONS

FOREIGN FILINGS

NAME: BLOCKBUSTER MUSIC RETAIL, INC.

XX PROFIT  
NON-PROFIT

XX CORPORATE  
LIMITED PARTNER

FILED  
98 OCT 28 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea

see 10/28

# PROFIT CORPORATION

## APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

### SECTION I

(1-3 must be completed)

1. Blockbuster Music Retail, Inc.  
Name of corporation as it appears on the records of the Department of State.
2. Delaware  
Incorporated under the laws of
3. September 18, 1997  
Date authorized to do business in Florida

### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 26, 1998
5. Wherehouse Subsidiary I Co., Inc.  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.  
  
\_\_\_\_\_  
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
  
\_\_\_\_\_  
New Jurisdiction

  
\_\_\_\_\_  
Signature

Ilene W. Stack  
Typed or printed name

October 26, 1998  
\_\_\_\_\_  
Date  
Assistant Secretary  
\_\_\_\_\_  
Title

FILED  
98 OCT 28 PM 12:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BLOCKBUSTER MUSIC RETAIL, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "WHEREHOUSE SUBSIDIARY I CO., INC.", THE TWENTY-SIXTH DAY OF OCTOBER, A.D. 1998, AT 12:01 O'CLOCK P.M.

2734432 8320

981411778

9372272

10-26-98



*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: