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PROFIT
CORPORATION
ANNUAL REPORT
1999



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # M51829

1. Corporation Name
BLOCKBUSTER COMPUTER SYSTEMS CORPORATION

Principal Place of Business

1201 ELM STREET
DALLAS TX 75270
US

Mailing Address

% PHILIPPE P DAUMAN
1515 BROADWAY
NEW YORK NY 10036
US

2. Principal Place of Business

21 Suite, Apt. #, etc.

22 City & State

23 Zip Country

2a. Mailing Address

26 c/o MICHAEL D. FRICKLAS
Suite, Apt. #, etc.

27 City & State

28 Zip Country

9. Name and Address of Current Registered Agent

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

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

Signature, typed or printed name of registered agent and the applicable

(NOTE: Registered Agent signature required when related through

DATE

12. OFFICERS AND DIRECTORS

TITLE P [] DELETE

NAME JOHN F ANTIOCO

STREET ADDRESS 1201 ELM STREET

CITY-ST-ZIP DALLAS TX 75270

TITLE EVPS [] DELETE

NAME PHILIPPE P DAUMAN

STREET ADDRESS 1515 BROADWAY

CITY-ST-ZIP NEW YORK NY 10036

TITLE EVP [] DELETE

NAME LYNN J LYALL

STREET ADDRESS 1201 ELM STREET

CITY-ST-ZIP DALLAS TX 75270

TITLE AS [] DELETE

NAME ILENE W STACK

STREET ADDRESS 1515 BROADWAY

CITY-ST-ZIP NEW YORK NY 10036

TITLE D [] DELETE

NAME GEORGE S SMITH JR

STREET ADDRESS 1515 BROADWAY

CITY-ST-ZIP NEW YORK NY 10036

TITLE [] DELETE

NAME

STREET ADDRESS

CITY-ST-ZIP

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12

11 TITLE PD [X] Change [] Addition

12 NAME

13 STREET ADDRESS

14 CITY-ST-ZIP

21 TITLE

22 NAME

23 STREET ADDRESS

24 CITY-ST-ZIP

31 TITLE

32 NAME

33 STREET ADDRESS

34 CITY-ST-ZIP

41 TITLE

42 NAME

43 STREET ADDRESS

44 CITY-ST-ZIP

51 TITLE

52 NAME

53 STREET ADDRESS

54 CITY-ST-ZIP

61 TITLE

62 NAME

63 STREET ADDRESS

64 CITY-ST-ZIP

PD

EVPSD

SVPD

AS

MICHAEL A LIOTTA

1515 BROADWAY

NEW YORK NY 10036

FILED

99 FEB -5 AM 10:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



DO NOT WRITE IN THIS SPACE

3. Date Incorporated or Qualified

05/08/1987

4. FEI Number

65-0234777

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 owes the current year Intangible
Personal Property Tax [] Yes [] No

10. Name and Address of New Registered Agent

SIGNATURE:

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR
MICHAEL A. LIOTTA

1/29/99

212-846-5955

Date

Display Phone #

000578

CR2E034 (11/98)