



THE UNITED STATES
CORPORATION
COMPANY

P11512

ACCOUNT NO. : 072100000032

REFERENCE : 486744 4319220

AUTHORIZATION :

Patricia Pizzuti

COST LIMIT : \$ 35

ORDER DATE : August 5, 1997

ORDER TIME : 10:10 AM

ORDER NO. : 486744-045

100002296891--0

CUSTOMER NO: 4319220

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

FOREIGN FILINGS

NAME: BLOCKBUSTER MUSIC RETAIL, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX WITHDRAWAL/CANCELLATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CHRIS SMITH

FILED
97 SEP 18 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA
RECEIVED
97 SEP 18 AM 11:20
DIVISION
CORPORATION

9/18
9/18
Withdrawal

**APPLICATION BY FOREIGN CORPORATION FOR WITHDRAWAL
OF AUTHORITY TO TRANSACT BUSINESS OR CONDUCT AFFAIRS
IN FLORIDA**

Blockbuster Music Retail, Inc.

(Name of Corporation)

Texas

(Incorporated Under Laws Of)

FILED
27 SEP 18 PM 2:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA

This corporation is no longer transacting business or conducting affairs within the State of Florida and hereby voluntarily surrenders its authority to transact business or conduct affairs in Florida.

This corporation revokes the authority of its registered agent in Florida to accept service on its behalf and appoints the Department of State as its agent for service of process based on a cause of action arising during the time it was authorized to transact business or conduct affairs in Florida.

The following is a current mailing address to which the Department of State may mail a copy of any process against this corporation that may be served on the Department.

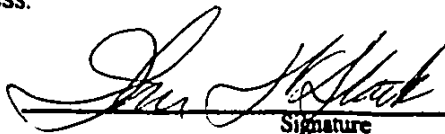
c/o Viacom Inc., Attn: Philippe P. Dauman, 1515 Broadway

(Mailing Address)

New York, New York 10036

(City/ State /Zip)

The corporation agrees to notify the Department of State in the future of any change in its mailing address.



Signature

Assistant Secretary

Title

Ilene W. Stack

Typed or printed name

April 29, 1997

Date