



**State of Rhode Island and Providence Plantations
Office of the Secretary of State**

Fee: \$50.00

Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
Telephone: (401) 222-3040

**Foreign Business Corporation
Annual Report**

Filing Period: January 1 - March 1

In accordance with R.I.G.L. 7-1.2-1501(e), each corporation failing or refusing to file its annual report within thirty (30) days after the time prescribed by law (R.I.G.L. 7-1.2-1501(c&d)) is subject to a penalty fee of \$25.00.

ANNUAL REPORT YEAR: 2009

1. Corporate ID No. 000105714

2. Name of Corporation Blockbuster Inc.

3. Street Address Principal Business Office:

No. and Street: 1201 ELM STREET

City or Town: DALLAS

State: TX

Zip: 75270

Country: USA

4. Business Phone No.

5. State of Incorporation

State: DE

6. Brief Description of the Character of Business Conducted in Rhode Island

RENTAL AND SALE OF IN-HOME MOVIE AND VIDEO GAMES

7. Names and Addresses of the Officers and Directors:

All officers and directors must be listed.

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
TREASURER	MARY BELL	1201 ELM STREET DALLAS, TX 75270 USA
SECRETARY	ERIC H. PETERSON	1201 ELM STREET DALLAS, TX 75270 USA
CEO	JAMES W. KEYES	1201 ELM STREET DALLAS, TX 75270 USA
CFO	THOMAS M. CASEY	1201 ELM STREET DALLAS, TX 75270 USA
ASSISTANT SECRETARY	ROD MCDONALD	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	CARL C. ICAHN	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	JACKIE M. CLEGG	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	ROBERT A. BOWMAN	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	GARY J. FERNANDES	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	JULES HAIMOVITZ	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	EDWARD BLEIER	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	JAMES W. CRYSTAL	1201 ELM STREET DALLAS, TX 75270 USA
DIRECTOR	STRAUSS ZELNICK	1201 ELM STREET DALLAS, TX 75270 USA

8. Shares Authorized and Issued

Class of Stock	Series of Stock	Par Value Per Share	Total Authorized Shares <i>Number of Shares</i>	Total Issued and Outstanding <i>Num of Shares</i>
CWP	B	\$0.01	5,000,000,000.00	72000000
CWP	A	\$0.01	400,000,000.00	125337246
PWP		\$0.01	100,000,000.00	150000

9. This report must be executed on behalf of the corporation by an authorized representative. If the corporation is in the hands of a receiver or trustee, this report must be executed on behalf of the corporation by the receiver or trustee.

Signed this 12 Day of February, 2009 at 11:31:43 AM. *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-1.2.*

By BARBARA CHRISTMAN

Signature of Authorized Representative of the Corporation

AUTHORIZED REPRESENTATIVE

Title

This report cannot be accepted for filing if an officer has executed the form and he/she is not listed in section 7.

Form No. 630
Revised 09/07

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