

State of Idaho

Office of the Secretary of State

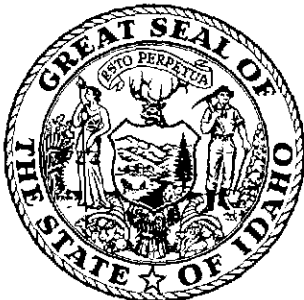
**CERTIFICATE OF AUTHORITY
OF
BLOCKBUSTER L.L.C.**

File Number W 150261

I, LAWERENCE DENNEY, Secretary of State of the State of Idaho, hereby certify that an Application for Certificate of Authority, duly executed pursuant to the provisions of the Idaho Uniform Limited Liability Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Authority to transact business in this State and attach hereto a duplicate of the application for such certificate.

Dated: April 10, 2015



Lawrence Denney
SECRETARY OF STATE

By *SDL Denney*



APPLICATION FOR CERTIFICATE OF AUTHORITY FOR FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

2015 APR 10 AM 9:09

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the limited liability company is:

Blockbuster L.L.C.

2. If the name of the limited liability company is not permissible or is not available in Idaho, the name the foreign limited liability company will use in Idaho is:

3. The jurisdiction under whose laws the limited liability company is formed is: Colorado

4. The name and complete street address of the registered agent in Idaho is:

Corporation Service Company 12550 W. Explorer Drive, Suite 100, Boise ID 83713

5. The street and mailing address of the limited liability company's principal office is:

9601 S. Meridian Blvd., Englewood, CO 80112

Street Address

P.O. Box 6663, Englewood, CO 80155

Mailing Address, if different

6. The street and mailing address of the limited liability company's office in the jurisdiction under whose laws it is organized is:

9601 S. Meridian Blvd., Englewood, CO 80112

Street Address

P.O. Box 6663, Englewood, CO 80155

Mailing Address, if different

7. The name and mailing address of at least one member or manager:

Blockbuster Holding L.L.C. 9601 S. Meridian Blvd., Englewood, CO 80112

8. The mailing address for future correspondence:

P.O. Box 6663, Englewood, CO 80155

9. Signature of a manager, member or authorized person.

Brandon Ehrhart

Signature

By: Brandon Ehrhart, V.P., Assoc. Gen. Counsel & Asst. Sec. of Blockbuster Holding L.L.C., Sole Managing Member of Blockbuster L.L.C.

Typed Name

Secretary of State use only

IDAHO SECRETARY OF STATE

04/10/2015 05:00

CK: 90122207 CT: 308808 BH: 1470328

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W150261

OFFICE OF THE SECRETARY OF STATE
OF THE STATE OF COLORADO

CERTIFICATE

I, Wayne W. Williams, as the Secretary of State of the State of Colorado, hereby certify that, according to the records of this office,

Blockbuster L.L.C.

is a **Limited Liability Company** formed or registered on 04/14/2011 under the law of Colorado, has complied with all applicable requirements of this office, and is in good standing with this office. This entity has been assigned entity identification number 20111225453.

This certificate reflects facts established or disclosed by documents delivered to this office on paper through 04/02/2015 that have been posted, and by documents delivered to this office electronically through 04/03/2015 @ 15:59:19.

I have affixed hereto the Great Seal of the State of Colorado and duly generated, executed, authenticated, issued, delivered and communicated this official certificate at Denver, Colorado on 04/03/2015 @ 15:59:19 pursuant to and in accordance with applicable law. This certificate is assigned Confirmation Number 9147148.



Secretary of State of the State of Colorado

*****End of Certificate*****

Notice: A certificate issued electronically from the Colorado Secretary of State's Web site is fully and immediately valid and effective. However, as an option, the issuance and validity of a certificate obtained electronically may be established by visiting the Certificate Confirmation Page of the Secretary of State's Web site, <http://www.sos.state.co.us/biz/CertificateSearchCriteria.do> entering the certificate's confirmation number displayed on the certificate, and following the instructions displayed. Confirming the issuance of a certificate is merely optional and is not necessary to the valid and effective issuance of a certificate. For more information, visit our Web site, <http://www.sos.state.co.us/> click Business Center and select "Frequently Asked Questions."