

Edgar Filing: DISCOVERY ZONE INC - Form SC 13D/A

DISCOVERY ZONE INC
Form SC 13D/A
March 24, 2003

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

(Amendment No. 9)

Under the Securities Exchange Act of 1934

DISCOVERY ZONE, INC.
(Name of Issuer)

Common Stock, Par Value \$.01 Per Share
(Title of Class of Securities)

25468B 10 7
(CUSIP Number)

Philippe P. Dauman, Esq.
Viacom Inc.
1515 Broadway
New York, NY 10036
Telephone: (212) 258-6139
(Name, Address and Telephone Number of
Person Authorized to Receive Notices and
Communications)

March 19, 1996
(Date of Event which Requires Filing of this Statement)

=====

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box \ \. Check the following box if a fee is being paid with this statement \ \.

Page 1 of 16

CUSIP No. 25468B 10 7

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
BLOCKBUSTER DISCOVERY INVESTMENT, INC.

I.R.S. Identification No. 65-0403677

(2) Check the Appropriate Box if a Member of Group (See Instructions)

\ \ (a)-----
\ \ (b)-----

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(3) SEC Use Only-----

(4) Sources of Funds (See Instructions)-----

(5) Check if Disclosure of Legal Proceedings is Required Pursuant to Items
2(d) or 2(e).-----

(6) Citizenship or Place of Organization Delaware

Number of Shares Beneficially Owned by Each Reporting Person With
(7) Sole Voting Power-----
(8) Shared Voting Power 28,044,001
(9) Sole Dispositive Power-----
(10) Shared Dispositive Power 28,044,001

(11) Aggregate Amount Beneficially Owned by Each Reporting Person
28,044,001

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See
Instructions)-----

(13) Percent of Class Represented by Amount in Row (11)
49.99% (including currently exercisable option)

(14) Type of Reporting Person (See Instructions) CO

CUSIP No. 25468B 10 7

(1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
VIACOM INC.

I.R.S. Identification No. 04-2949533

(2) Check the Appropriate Box if a Member of Group (See Instructions)
\ \ (a)-----

\ \ (b)-----

(3) SEC Use Only-----

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- (4) Sources of Funds (See Instructions)-----

- (5) Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e).-----
- (6) Citizenship or Place of Organization Delaware

-
- | | | | |
|--------------|------|-----------------------------|------------|
| Number of | (7) | Sole Voting Power----- | |
| Shares | | | |
| Beneficially | (8) | Shared Voting Power | 28,044,001 |
| Owned by | | | |
| Each | (9) | Sole Dispositive Power----- | |
| Reporting | | | |
| Person | (10) | Shared Dispositive Power | 28,044,001 |
| With | | | |
-
- (11) Aggregate Amount Beneficially Owned by Each Reporting Person 28,044,001

- (12) Check if the Aggregate Amount in Row (11) Excludes Certain
Shares (See Instructions)-----
- (13) Percent of Class Represented by Amount in Row (11)
49.99% (including currently exercisable option)

- (14) Type of Reporting Person (See Instructions) CO

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CUSIP No. 25468B 10 7

- (1) Name of Reporting Person
S.S. or I.R.S. Identification No. of Above Person
SUMNER M. REDSTONE

S.S. No.

- (2) Check the Appropriate Box if a Member of Group (See Instructions)
\
\
(a)-----
(b)-----

- (3) SEC Use Only-----

- (4) Sources of Funds (See Instructions)-----

- (5) Check if Disclosure of Legal Proceedings is Required Pursuant
to Items 2(d) or 2(e).-----

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(6) Citizenship or Place of Organization United States

Number of (7) Sole Voting Power-----
Shares

Beneficially (8) Shared Voting Power 28,044,001
Owned by -----

Each (9) Sole Dispositive Power-----
Reporting

Person (10) Shared Dispositive Power 28,044,001
With -----

(11) Aggregate Amount Beneficially Owned by Each Reporting Person 28,044,001

(12) Check if the Aggregate Amount in Row (11) Excludes Certain Shares
(See Instructions)-----

(13) Percent of Class Represented by Amount in Row (11)
49.99% (including currently exercisable option)

(14) Type of Reporting Person (See Instructions) IN

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The Schedule 13D, previously filed by the undersigned with respect to the Common Stock, par value \$.01 per share, of Discovery Zone, Inc., is hereby amended as follows:

Item 2. Identity and Background

Item 2 is amended and supplemented to report the current list of officers and directors of Viacom Inc. ("Viacom") on Schedule I hereto.

Item 4. Purpose of the Transaction

Item 4 is amended and supplemented as follows:

On March 19, 1996, Steven R. Berrard resigned as a Director of Viacom and the Issuer. On March 24, 1996, Sumner M. Redstone and Philippe P. Dauman, each of whom are directors of Viacom, resigned as Directors of the Issuer and Adam Phillips, Senior Vice President, General Counsel of Viacom's Blockbuster Entertainment Group, was elected as a Director of the Issuer. On March 25, 1996, the Issuer filed a voluntary petition with the U.S. Bankruptcy Court for the District of Delaware for protection from its creditors under Chapter 11 of the U.S. Bankruptcy Court.

Item 7. Material to be Filed as Exhibits

- 99.1 Press Release issued by Discovery Zone, Inc. on March 19, 1995.
- 99.2 Press Release issued by Discovery Zone, Inc. on March 25, 1996.

Signature

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this Statement is true, complete and correct.

March 27, 1996

BLOCKBUSTER DISCOVERY
INVESTMENT, INC.

By /s/ Michael D. Fricklas

Name: Michael D. Fricklas
Title: Senior Vice President

Signature

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this Statement is true, complete and correct.

March 27, 1996

VIACOM INC.

By /s/ Michael D. Fricklas

Name: Michael D. Fricklas
Title: Senior Vice President,
Deputy General Counsel

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this Statement is true, complete and

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correct.

March 27, 1996

*

Sumner M. Redstone, Individually

*By /s/ Philippe P. Dauman

Philippe P. Dauman
Attorney-in-Fact under the
Limited Power of Attorney filed
as Exhibit 99.2 to the Statement,
Amendment No. 4.

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Exhibit Index

- 99.1 Press Release issued by Discovery Zone, Inc. on March 19, 1995.
- 99.2 Press Release issued by Discovery Zone, Inc. on March 25, 1996.

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Schedule I
Executive Officers

| Name | Business or Residence Address | Principal Occupation or Employment | Name and Address of Corporation or Other Organization Which Employed |
|---------------------|--|--|--|
| ----- | ----- | ----- | ----- |
| Sumner M. Redstone* | Viacom Inc. 1515 Broadway New York, NY 10036 | Chairman of the Board and Chief Executive Officer of Viacom; Chairman of the Board and President, Chief Executive Officer of National Amusements, Inc. | National Amusements, Inc. 200 Elm Street Dedham, MA |
| Vaughn A. Clarke | Viacom Inc. 1515 Broadway | Sr. VP, Treasurer of Viacom | Viacom Inc. 1515 Broadway |

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| | | | |
|---------------------|--|--|-------------------------------|
| | New York, NY 10016 | | New York |
| Philippe P. Dauman* | Viacom Inc. 1515 Broadway New York, NY 10016 | Deputy Chairman, Executive VP, General Counsel, Chief Administrative Officer and Secretary of Viacom | Viacom 1515 Br New York |
| Thomas E. Dooley* | Viacom Inc. 1515 Broadway New York, NY 10016 | Deputy Chairman, Executive VP, Finance, Corporate Development and Communications of Viacom | Viacom 1515 Br New York |

- -----
*Also a Director

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Schedule I
(Continued)

| Name | Business or Residence Address | Principal Occupation or Employment | Name and of Corp Other O Which E |
|---------------------|--|---|---|
| - - - - - | - - - - - | - - - - - | - - - - - |
| Carl D. Folta | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP, Corporate Relations of Viacom | Viacom 1515 Br New York |
| Michael D. Fricklas | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP, Deputy General Counsel and Assistant Secretary of Viacom | Viacom 1515 Br New York |
| Susan C. Gordon | Viacom Inc. 1515 Broadway New York, NY 10036 | Vice President, Controller, Chief Accounting Officer of Viacom | Viacom 1515 Br New York |
| Rudolph L. Hertlein | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP of Viacom | Viacom 1515 Br New York |
| Edward D. Horowitz | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP, Technology of Viacom; Chairman, Chief Executive Officer of New Media and Interactive Television | Viacom 1515 Br New York |

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Schedule I
(Continued)

| Name | Business or Residence Address | Principal Occupation or Employment | Name and Address of Corporation or Other Entity in Which Elected |
|----------------------|--|--|--|
| William A. Roskin | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP, Human Resources and Administration of Viacom | Viacom Inc. 1515 Broadway New York, NY 10036 |
| George S. Smith, Jr. | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP, Chief Financial Officer of Viacom | Viacom Inc. 1515 Broadway New York, NY 10036 |
| Mark M. Weinstein | Viacom Inc. 1515 Broadway New York, NY 10036 | Sr. VP, Government Affairs of Viacom | Viacom Inc. 1515 Broadway New York, NY 10036 |

Directors

| | | | |
|------------------|--|----------|--|
| George S. Abrams | Winer & Abrams One Court Street Boston, MA 02108 | Attorney | Winer & Abrams One Court Street Boston, MA 02108 |
|------------------|--|----------|--|

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Schedule I
(Continued)

| Name | Business or Residence Address | Principal Occupation or Employment | Name and Address of Corporation or Other Entity in Which Elected |
|------------------------|--|---|--|
| George D. Johnson, Jr. | Extended Stay America, Inc. 500 East Broward Boulevard Suite 950 Ft. Lauderdale, FL 33394 | President -- Chief Executive Officer, Extended Stay America, Inc. | Extended Stay America, Inc. 500 East Broward Boulevard Suite 950 Ft. Lauderdale, FL 33394 |
| Ken Miller | C.S. First Boston Park Avenue Plaza 55 East 52nd Street | Vice Chairman of C.S. First Boston | C.S. First Boston Park Avenue Plaza 55 East 52nd Street |

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| | | | |
|---------------------|---|---|--------------------------------|
| | New York, NY 10055 | | New York |
| Brent D. Redstone | 31270 Eagle Crest Lane Evergreen, CO 80439 (Residence) | Self-Employed | National 200 Elm Dedham, |
| Shari Redstone | National Amusements, Inc. 200 Elm Street Dedham, MA 02026 | Executive Vice President of National Amusements, Inc. | National 200 Elm Dedham, |
| Frederic V. Salerno | NYNEX Corporation 335 Madison Avenue New York, NY 10033 | Vice Chairman -- Finance and Business Development of NYNEX | NYNEX C 335 Mad New York |
| William Schwartz | Yeshiva University 2495 Amsterdam Avenue New York, NY 10033 | VP for Academic Affairs (chief academic officer) of Yeshiva University | Yeshiva 2495 Am New York |
| Ivan Seidenberg | NYNEX Corporation 335 Madison Avenue New York, NY 10017 | Chairman of the Board and Chief Executive Officer of NYNEX | NYNEX C 335 Mad New York |