

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d)
of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported): September 27, 1994

VIACOM INC.

(Exact name of registrant as specified in its charter)

Delaware	1-9553	04-2949533
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(State or other jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

1515 Broadway, New York, New York	10036
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (212) 258-6000

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Item 5. Other Events.

Murphy, et al. v. Blockbuster Entertainment Corporation, et al.

On September 27, 1994, plaintiffs filed this action in state court in Texas against various defendants including Blockbuster Entertainment Corporation ("BEC"), which has been merged into Viacom Inc. ("Viacom"), and Video Superstores Master Limited Partnership ("VSMLP"), a dissolved limited partnership that was indirectly wholly owned by BEC at the time of its dissolution. Plaintiffs are the representatives of the two other limited partners of Charles D. Howell (See the Form 8-K of BEC dated August 18, 1994). Plaintiffs in this action assert the same basic causes of action as in Howell, namely, breach of fiduciary duty,

conspiracy, fraud, breach of contract and intentional interference with contractual relations, and rights under Texas partnership law. Viacom believes that it has substantial defenses to these claims, including, among other things, the claims being barred by the Statute of Limitations and releases from the plaintiffs as to such claims. Viacom intends to vigorously defend the claims.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

VIACOM INC.

Date: October 18, 1994

By: /s/ Philippe P. Dauman

Philippe P. Dauman
Executive Vice President,
General Counsel and Chief
Administrative Officer