

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 \ \.

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)-----

(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  
-----

(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-----

(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  
-----

(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)-----  
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(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   United States  
-----

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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)  
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(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  
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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  
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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  
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- 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 correct.

March 27, 1996

\*  
-----  
Sumner M. Redstone, Individually

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



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.

Schedule I  
Executive Officers

Name -----	Business or Residence Address -----	Principal Occupation or Employment -----	Name and Address of Corporation or Other Organization in 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 02026
Vaughn A. Clarke	Viacom Inc. 1515 Broadway New York, NY 10016	Sr. VP, Treasurer of Viacom	Viacom International Inc. 1515 Broadway New York, NY 10036
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 International Inc. 1515 Broadway New York, NY 10036
Thomas E. Dooley*	Viacom Inc. 1515 Broadway New York, NY 10016	Deputy Chairman, Executive VP, Finance, Corporate Development and Communications of Viacom	Viacom International Inc. 1515 Broadway New York, NY 10036

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\*Also a Director

Schedule I  
(Continued)

Name	Business or Residence Address	Principal Occupation or Employment	Name and Address of Corporation or Other Organization in Which Employed
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Carl D. Folta	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. VP, Corporate Relations of Viacom	Viacom International Inc. 1515 Broadway New York, NY 10036
Michael D. Fricklas	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. VP, Deputy General Counsel and Assistant Secretary of Viacom	Viacom International Inc. 1515 Broadway New York, NY 10036
Susan C. Gordon	Viacom Inc. 1515 Broadway New York, NY 10036	Vice President, Controller, Chief Accounting Officer of Viacom	Viacom International Inc. 1515 Broadway New York, NY 10036
Rudolph L. Hertlein	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. VP of Viacom	Viacom International Inc. 1515 Broadway New York, NY 10036
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 International Inc. 1515 Broadway New York, NY 10036

Schedule I  
(Continued)

Name	Business or Residence Address	Principal Occupation or Employment	Name and Address of Corporation or Other Organization in Which Employed
William A. Roskin	Viacom Inc. 1515 Broadway New York, NY 10036	Sr. VP, Human Resources and Administration of Viacom	Viacom International 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 International 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 International 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

Schedule I  
(Continued)

Name	Business or Residence Address	Principal Occupation or Employment	Name and Address of Corporation or Other Organization in Which Employed
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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 New York, NY 10055	Vice Chairman of C.S. First Boston	C.S. First Boston Park Avenue Plaza 55 East 52nd Street New York, NY 10055
Brent D. Redstone	31270 Eagle Crest Lane Evergreen, CO 80439 (Residence)	Self-Employed	National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Shari Redstone	National Amusements, Inc. 200 Elm Street Dedham, MA 02026	Executive Vice President of National Amusements, Inc.	National Amusements, Inc. 200 Elm Street Dedham, MA 02026
Frederic V. Salerno	NYNEX Corporation 335 Madison Avenue New York, NY 10033	Vice Chairman -- Finance and Business Development of NYNEX	NYNEX Corporation 335 Madison Avenue New York, NY 10033
William Schwartz	Yeshiva University 2495 Amsterdam Avenue New York, NY 10033	VP for Academic Affairs (chief academic officer) of Yeshiva University	Yeshiva University 2495 Amsterdam Avenue New York, NY 10033
Ivan Seidenberg	NYNEX Corporation 335 Madison Avenue New York, NY 10017	Chairman of the Board and Chief Executive Officer of NYNEX	NYNEX Corporation 335 Madison Avenue New York, NY 10017

FOR IMMEDIATE RELEASE Contact: Robert Mead (212) 484-6701

DISCOVERY ZONE ANNOUNCES RESIGNATION

FT. LAUDERDALE, FLORIDA, MARCH 19, 1996 --- Discovery Zone, Inc. announced today that, in connection with the previously announced resignation of Steven R. Berrard as the Chief Executive Officer of the Blockbuster Entertainment Group and a director of Viacom, Inc., Mr. Berrard has resigned as CEO and a director of Discovery Zone.

The Company said that Donna Moore, who is currently President and Chief Operating Officer of Discovery Zone, would continue to oversee the Company's day-to-day operations.

Discovery Zone is the leading operator of children's indoor entertainment and fitness facilities.

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FOR IMMEDIATE RELEASE

For: Discovery Zone, Inc.  
Contact: Robert Mead 305/627-2643  
212/484-6701

DISCOVERY ZONE SEEKS TO REORGANIZE UNDER CHAPTER 11

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Company Will Close Unprofitable Stores  
to Focus on Profitable Core of Operations  
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Donna Moore Named CEO

FT. LAUDERDALE, FL. MARCH 25, 1996 -- Discovery Zone, Inc. announced today that it has filed a voluntary petition under Chapter 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for the District of Delaware. The Company said that it elected to seek court protection in order to facilitate the implementation of its operational turnaround and a financial restructuring.

Discovery Zone said that it will operate in the normal course of business during the reorganization proceeding and that it has received a commitment for \$15 million in debtor-in-possession ("DIP") financing.

"We believe reorganizing under Chapter 11 is in the best interests of the Company," said Donna Moore, Chief Executive Officer of Discovery Zone. "A successful Chapter 11 reorganization will address the problems caused by the Company's rapid expansion and put Discovery Zone on stronger financial footing."

Moore continued: "Discovery Zone is a viable concept, and we have an opportunity to revitalize our operations with new marketing programs and entertainment concepts that will improve the Discovery Zone experience for kids and their parents. "

(more)

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Discovery Zone said that it would move immediately to close unprofitable store locations in order to improve its operating cost structure and allow the Company to focus on core markets and locations. Discovery Zone said that it would also continue to seek to reduce operating costs in remaining locations, primarily through the renegotiation of unfavorable leases to reduce occupancy costs.

Separately, Discovery Zone announced that Donna Moore has been named President and Chief Executive Officer and a director of the Company.

Moore had served as President and Chief Operating Officer of Discovery Zone since joining the Company in July 1995. Moore, a 35-year veteran of consumer retailing, has held various management positions in retailing with major sumer-oriented companies, including President of the North American division of Laura Ashley, Inc., where she successfully oversaw a major reorganization. From 1987 to 1992, Moore was Senior Vice President -Stores for The Walt Disney Co. and spearheaded the dramatic growth of The Disney Stores from a 2-store test concept to an international entertainment retailer with over 150 locations. Before joining The Walt Disney Co., Moore was Senior Vice President - Stores of Williams-Sonoma, where she oversaw the growth of that company from 17 stores to more than 80 locations. Prior to that, Moore was Vice President of Retailing at Marriott and developed that company's retail concept from 14 in-hotel gift shops to 150 resort and specialty shops. Moore was most recently with Motherhood Maternity, where she held the positions of President and Chief Executive Officer since 1993.

Additionally, Discovery Zone announced that Sumner Redstone, Chairman and CEO of Viacom Inc., and Philippe Daumann, Deputy Chairman and Executive Vice President of Viacom Inc. have resigned their positions as directors of Discovery Zone. Discovery Zone said that Adam Phillips, Senior Vice President and General Counsel of Blockbuster Entertainment Group was appointed a director of the Company. J. Brian McGrath and John L. Mouthing continue to serve as directors of Discovery Zone.

Viacom has a substantial interest in Discovery Zone through its acquisition in 1994 of Blockbuster Entertainment Group.

Discovery Zone is the leading operator of children's indoor entertainment and fitness facilities.

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