

11-25-1998

SHEET

U.S. DEPARTMENT OF COMMERCE Patent and Trademark Office

REC 11-24-98



100910689

Tab settings

To the Honorable Commissioner of Patents and Trademarks, U.S. Department of Commerce, attached original documents or copy thereof.

1. Name of conveying party(ies):

Deschutes River Broadcasting, Inc.

- Individual(s), Association, General Partnership, Limited Partnership, Corporation-State Nevada, Other

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Merger, Security Agreement, Change of Name, Other

Execution Date: June 12, 1997

2. Name and address of receiving party(ies)

Name: Citadel Broadcasting Company

Internal Address:

Street Address: 140 South Ash Avenue

City: Tempe State: Arizona ZIP: 85281

- Individual(s) citizenship, Association, General Partnership, Limited Partnership, Corporation-State Nevada, Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,747,969

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Diane R. Meyers

Internal Address: Eckert Seamans Cherin & Mellott, LLC

Street Address: 600 Grant Street, 44th Floor

City: Pittsburgh State: PA ZIP: 15219

6. Total number of applications and registrations involved:

1

7. Total fee (37 CFR 3.41) \$ 40.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

11/27/1998 DMGUYEN 00000006 1747969

DO NOT USE THIS SPACE

FC:481

40.00.00

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Diane R. Meyers Name of Person Signing

Signature

Date Nov 17 1998

Total number of pages including cover sheet, attachments, and document:

5

INVOICE
\$ 125.00

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

JUN 20 1997

C7378-91

NO.

**ARTICLES OF MERGER
(NEVADA)
FOR MERGER OF
DESCHUTES RIVER BROADCASTING, INC.
INTO
CITADEL BROADCASTING COMPANY**

Dean Heller
DEAN HELLER, SECRETARY OF STAT.

Pursuant to Nevada Revised Statutes Section 92A.200, the undersigned corporation adopts the following Articles of Merger for the purpose of merging Deschutes River Broadcasting, Inc., a Nevada corporation ("DRB"), with and into Citadel Broadcasting Company, a Nevada corporation ("Citadel").

1. **DRB.** DRB is a Nevada corporation. Its place of organization is: 140 South Ash Avenue, Tempe, Arizona 85281.
2. **Citadel: Surviving Entity.** Citadel is a Nevada corporation. Its place of organization is: 140 South Ash Avenue, Tempe, Arizona 85281. Citadel shall be the surviving entity in the merger. The laws of the State of Nevada permit this merger.
3. **Plan of Merger.** A Plan of Merger has been adopted unanimously by the Boards of Directors of both DRB and Citadel. The complete executed Plan of Merger is on file at the registered office of Citadel. The address of Citadel's registered office in the state of Nevada is: c/o The Corporation Trust Company of Nevada, One East First Street, City of Reno, County of Washoe, State of Nevada. The name of the Corporation's resident agent at such address is: The Corporation Trust Company of Nevada.
4. **DRB Stockholder Approval.** The Plan of Merger was adopted by the sole stockholder of DRB.
5. **Citadel Stockholder Approval.** Pursuant to Nevada Revised Statutes Section 92A.130, approval of the stockholders of Citadel is not required.
6. **No Amendments to Articles.** There are no amendments to the Articles of Incorporation of Citadel.
7. **Effective Date of Merger.** These Articles of Merger shall become effective June 13, 1997.

[SIGNATURES APPEAR ON NEXT PAGES]

TRADEMARK
REEL: 1819 FRAME: 0145

CITADEL BROADCASTING COMPANY,
a Nevada corporation

By [Signature]
Lawrence R. Wilson, President

STATE OF New York)
COUNTY OF New York) ss:

I, Melinda Hill, Notary Public, do hereby certify that on 06/12/97, Lawrence R. Wilson, who being by me first duly sworn, declared that he is the President of Citadel Broadcasting Company, a Nevada corporation, and that the statements herein contained are true.

[Signature]
Notary Public
MELINDA J. HILL
NOTARY PUBLIC, State of New York
No. 014432204
Qualified in New York County
Commission Expires 11/17/97

My Commission Expires:
11/17/97

CITADEL BROADCASTING COMPANY,
a Nevada corporation

By [Signature]
Donna L. Heffner, Secretary

STATE OF New York)
COUNTY OF New York) ss:

I, Melinda Hill, a Notary Public, do hereby certify that on 06/12/97, personally appeared before me Donna L. Heffner, who being by me first duly sworn, declared that she is the Secretary of Citadel Broadcasting Company, a Nevada corporation, and that the statements herein contained are true.

[Signature]
Notary Public

My Commission Expires:
11/17/97

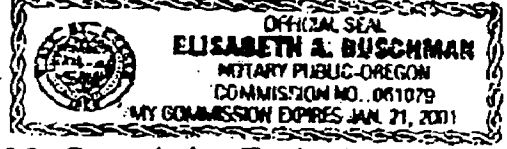
MELINDA J. HILL
NOTARY PUBLIC, State of New York
No. 014432204
Qualified in New York County
Commission Expires 11/17/97

DESCHUTES RIVER BROADCASTING, INC.,
a Nevada corporation

By Edward T. Hardy
Edward T. Hardy, President

STATE OF Oregon)
) ss:
COUNTY OF Multnomah)

I, Elisabeth A. Buschman a Notary Public, do hereby certify that on June 13, 1997, Edward T. Hardy, who being by me first duly sworn, declared that he is the President of Deschutes River Broadcasting, Inc., a Nevada corporation, and that the statements herein contained are true.



Elisabeth A. Buschman
Notary Public

My Commission Expires:
Jan 21, 2001

DESCHUTES RIVER BROADCASTING, INC.,
a Nevada corporation

By _____
Donna L. Heffner, Secretary

STATE OF _____)
) ss:
COUNTY OF _____)

I _____, a Notary Public, do hereby certify that on _____, personally appeared before me Donna L. Heffner, who being by me first duly sworn, declared that she is the Secretary of Deschutes River Broadcasting, Inc., a Nevada corporation, and that the statements herein contained are true.

Notary Public

My Commission Expires:
