FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

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Name Chancellor Media/WMZO, Inc. Month Day Year 07081998				
Formerly				
Individual General Partnership Limited Partnership X Corporation Association				
Other				
Citizenship/State of Incorporation/Organizat	ion Delaware			
Descripting Dorty				
Mark if additional names of receiving parties attached				
Name Chancellor Media Corporation of the Capital City				
DBA/AKA/TA				
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State of Delawure

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CHANCELLOR MEDIA/WMZQ INC.", A DELAWARE CORPORATION,

WITH AND INTO "CHANCELLOR MEDIA CORPORATION OF THE CAPITAL CITY" UNDER THE NAME OF "CHANCELLOR MEDIA CORPORATION OF THE CAPITAL CITY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTH DAY OF JULY, A.D. 1998, AT 4:30 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Edward J. Freel, Secretary of State

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AUTHENTICATION:

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DATE:

07-10-98

TRADEMARK REEL: 1852 FRAME: 0309

CERTIFICATE OF MERGER

OF

CHANCELLOR MEDIA/WMZQ INC.

INTO

CHANCELLOR MEDIA CORPORATION OF THE CAPITAL CITY

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

NAME

STATE OF INCORPORATION

Chancellor Media/WMZQ Inc.

Delaware

Chancellor Media Corporation of the Capital City

Delaware

SECOND: That a Plan and Agreement of Merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is Chancellor Media Corporation of the Capital City.

FOURTH: The Certificate of Incorporation of Chancellor Media Corporation of the Capital City shall be the Certificate of Incorporation of the surviving corporation, to remain unchanged until amended in accordance with the provisions thereof and of applicable law.

FIFTH: That the executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 433 E. Las Colinas Blvd., Suite 1130, Irving, Texas 75039.

SIXTH: That a copy of the Plan and Agreement of Merger will be furnished by the surviving corporation on request and without cost to any stockholder of any constituent corporation.

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TRADEMARK REEL: 1852 FRAME: 0310 Dated: July 8 , 1998

CHANCELLOR MEDIA CORPORATION OF THE CAPITAL CITY

By:

Andrea Hulcy

Vice President and Assistant Secretary

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