

11-19-1999



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TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

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- New
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Document ID #
- Correction of PTO Error
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Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
- Merger Effective Date
Month Day Year
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other
- Citizenship/State of Incorporation/Organization

Receiving Party

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Name

DBA/AKA/TA

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- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)
- Corporation Association
- Other
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Mail documents to be recorded with required cover sheet(s) information to:

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Pages Enter the total number of pages of the attached conveyance document including any attachments.

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Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1370574"/>	<input type="text"/>	<input type="text"/>
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Number of Properties

Enter the total number of properties involved.

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Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

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Authorization to charge additional fees:

Yes

No

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. Charges to deposit account are authorized, as indicated herein.

Jessamyn Brownell

Name of Person Signing

Signature

11/2/99

Date Signed

CERTIFICATE OF MERGER
 MERGING
 CHANCELLOR MEDIA CORPORATION OF THE CAPITAL CITY
 WITH AND INTO
 CHANCELLOR MEDIA CORPORATION OF WASHINGTON, D.C.

(Pursuant to Section 251 of the General
 Corporation Law of the State of Delaware)

Chancellor Media Corporation of Washington, D.C., a Delaware corporation ("Washington, D.C."), for the purpose of merging Chancellor Media Corporation of the Capital City, a Delaware corporation ("Capital"), with and into Washington, D.C. (the "Merger") does hereby certify as follows:

FIRST: Chancellor Media Corporation of Washington, D.C., a Delaware corporation, and Chancellor Media Corporation of the Capital City, a Delaware corporation, are the constituent corporations of the Merger.

SECOND: An Agreement and Plan of Merger dated as of December 31, 1998 (the "Agreement"), relating to the Merger has been approved, adopted, certified, executed and acknowledged by both Washington, D.C. and Capital in accordance with the requirements of Section 251(c) of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation of the Merger is "Chancellor Media Corporation of Washington, D.C." (in such capacity, the "Surviving Corporation").

FOURTH: The Certificate of Incorporation of Washington, D.C. in effect immediately prior to the Merger shall be the Certificate of Incorporation of the Surviving Corporation.

FIFTH: The fully executed Agreement is on file at the principal place of business of the Surviving Corporation at 300 Crescent, Suite 600, Dallas, Texas 75201.

SIXTH: A copy of the fully executed Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of Washington, D.C. or Capital.

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NO DATES DOCKETED

STATE OF DELAWARE
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 FILED 04:05 PM 01/11/1999
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RECEIVED
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IN WITNESS WHEREOF, Chancellor Media Corporation of Washington, D.C.
has caused this Certificate of Merger to be executed this 31 day of December, 1998.

CHANCELLOR MEDIA CORPORATION
OF WASHINGTON, D.C.

By: 
Omar Choucair
Vice President and Assistant Secretary