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U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

FEB 2 2000

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To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
CAT COMMUNICATIONS, INC.

- Individual(s)
 - General Partnership
 - Corporation-State
 - Other Oklahoma Corporation and General Partner
ship interest of Caribou Communications Co.
- Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Citadel Broadcasting Company

Internal Address: City Center West

Street Address: 7201 West Lake Mead Blvd.
Suite 400

City: Las Vegas State: NV ZIP: 89128

- 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

3. Nature of conveyance:

- Assignment of entire partnership interest
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: 12/23/99

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,588,203

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)

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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

Jan 26 2000
Date

Total number of pages including cover sheet, attachments, and document: 3

ASSIGNMENT OF PARTNERSHIP INTEREST


CAT COMMUNICATIONS, INC ("Assignor"), an Oklahoma corporation and a general partner of Caribou Communications Co , an Oklahoma general partnership (the "Company"), for ten dollars and other good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, hereby assigns and conveys all its partnership interest in the Company to Citadel Broadcasting Company, a Nevada corporation ("Assignee"). Such interest shall include, without limitation, Assignor's entire share of and right to profits, capital, and distributions with respect to the Company.

This Assignment is made in accordance with, and subject to the terms and conditions of the Purchase Agreement, dated as of August 23, 1999, as amended, among Assignor, Assignee and Desert Communications III, Inc

Dated. December 23, 1999

Assignor

CAT COMMUNICATIONS, INC

By 
Its VICE PRESIDENT