

52921

06-06-2001

Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002) Tab settings

RE



101739762

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

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

1. Name of conveying party(ies): Capstar Broadcasting Corporation
Individual(s) Association
General Partnership Limited Partnership
Corporation-State Delaware
Other
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: AMFM Holdings, Inc.
Internal Address: 29
Street Address: 200 East Basse Road
City: San Antonio State: Texas Zip: 78209
Individual(s) citizenship
Association
General Partnership
Limited Partnership
Corporation-State Delaware
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 Merger
Security Agreement Change of Name
Other
Execution Date:

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s)
See attached Exhibit A
Additional number(s) attached Yes No

6. Total number of applications and registrations involved: 10

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Pamela B. Huff
Internal Address: Cox & Smith Incorporated
Street Address: 112 East Pecan, Suite 1800
City: San Antonio State: Texas Zip: 78205

7. Total fee (37 CFR 3.41) \$ 265.00
Enclosed
Authorized to be charged to deposit account
8. Deposit account number: 03-3483
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.
Pamela B. Huff
Name of Person Signing Signature Date 5/29/01

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

Mail documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

TRADEMARK REEL: 002308 FRAME: 0539

EXHIBIT "A"
JAMBOREE TRADEMARKS

Mark	Registration No.	Issue Date
JAMBOREE IN THE HILLS & DESIGN	1,116,089	April 3, 1979
JAMBOREE U.S.A. & DESIGN	1,130,226	February 5, 1980
JAMBOREE U.S.A. & DESIGN	1,134,669	June 6, 1980
JAMBOREE U.S.A. & DESIGN	1,904,479	July 11, 1995
JAMBOREE USA (Stylized)	1,913,369	August 22, 1995
JAMBOREE USA (Stylized)	1,913,437	August 22, 1995
JAMBOREE USA (Stylized)	1,956,081	February 13, 1996
JAMBOREE IN THE HILLS (Stylized)	1,992,634	August 13, 1996
JAMBOREE IN THE HILLS (Stylized)	2,072,991	June 24, 1997
JAMBOREE IN THE HILLS & DESIGN	2,351,598	June 23, 2000

State of Delaware
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:

"CAPSTAR BROADCASTING CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CHANCELLOR MEZZANINE HOLDINGS CORPORATION" UNDER THE NAME OF "AMFM HOLDINGS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF NOVEMBER, A.D. 1999, AT 8:30 O'CLOCK A.M.

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



Edward J. Freel

Edward J. Freel, Secretary of State

2755921 8100M

991494797

AUTHENTICATION: 0092385

DATE: 11-19-99

CERTIFICATE OF MERGER MERGING

**CAPSTAR BROADCASTING CORPORATION,
a Delaware corporation**

into

**CHANCELLOR MEZZANINE HOLDINGS CORPORATION,
a Delaware corporation**

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law (the "DGCL"), Chancellor Mezzanine Holdings Corporation, a corporation organized and existing under the laws of Delaware ("Mezzanine"), does hereby certify:

1. That Mezzanine is the surviving corporation of a merger by and between Mezzanine and Capstar Broadcasting Corporation, a Delaware corporation (the "Merged Corporation") and, together with Mezzanine, the "Constituent Corporations").

2. That an Agreement and Plan of Merger (the "Agreement") has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.

3. That the name of the surviving corporation is Chancellor Mezzanine Holdings Corporation (the "Surviving Corporation").

4. That the certificate of incorporation of Mezzanine shall be the certificate of incorporation of the Surviving Corporation, except that Article First of such certificate of incorporation shall be amended and restated in its entirety so that said article shall be and read as follows:

"FIRST: The name of the Corporation is AMFM HOLDINGS INC. (the "Corporation")."

5. The executed Agreement and Plan of Merger is on file at the principal place of business of Mezzanine, 600 Congress Avenue, Suite 1400, Austin, Texas 78701.

6. That a copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

IN WITNESS WHEREOF, Mezzanine has caused this Certificate to be signed by its authorized officer this 19th day of November, 1999.

CHANCELLOR MEZZANINE HOLDINGS CORPORATION

By: W. Schuyler Hansen
W. Schuyler Hansen
Senior Vice President and Chief Accounting Officer

S-1