

08-22-2001

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



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

Tab settings

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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):

Chancellor Media Corporation of Illinois

- 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: Chancellor Media/Shamrock Internal Broadcasting, Inc. Address:

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: September 30, 1999

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,840,921

Additional number(s) attached Yes No

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

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:

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

8-13-01 Date

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

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

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TRADEMARK REEL: 002352 FRAME: 0042

CERTIFICATE OF MERGER
of
CHANCELLOR MEDIA CORPORATION OF ILLINOIS
and
CHANCELLOR MEDIA/SHAMROCK BROADCASTING, INC.

Pursuant to Title 8, Section 251 of the General Corporation Law of the State of Delaware, the undersigned corporation executed the following Certificate of Merger:

FIRST: The Agreement and Plan of Merger has been approved, adopted, certified, executed and acknowledged by Chancellor Media/Shamrock Broadcasting, Inc., a Delaware corporation, and Chancellor Media Corporation of Illinois, a Delaware corporation (collectively, the "Constituent Corporations"), in accordance with the provisions of Section 251 of the General Corporation Law of the State of Delaware.

SECOND: The name of the surviving corporation is Chancellor Media/Shamrock Broadcasting, Inc., a Delaware corporation, and the name of the corporation being merged into this surviving corporation is Chancellor Media Corporation of Illinois, a Delaware corporation.

THIRD: The merger is to become effective on September 30, 1999, and Chancellor Media/Shamrock Broadcasting, Inc. will continue its existence under its present name upon the effective date of the merger.

FOURTH: The Certificate of Incorporation of Chancellor Media/Shamrock Broadcasting, Inc. 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: The Agreement and Plan of Merger is on file at 600 Congress Avenue, Suite 1400, Austin, Texas, 78701, the place of business of the surviving corporation.


SIXTH: A copy of the Agreement and Plan of Merger will be furnished by the surviving corporation on request, without cost, to any stockholder of the Constituent Corporations.

NOV 1999 11:20AM
CORP SERVICES CO

IN WITNESS WHEREOF, said surviving corporation has caused this certificate to be signed by an authorized person, the 30th day of September, 1999.

CHANCELLOR MEDIA/SHAMROCK
BROADCASTING, INC.

By:


Kathy Archer, Vice President

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