

11-09-2001



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

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): Chancellor Media Corporation of Houston. Association. Corporation-State Delaware. Execution Date: 1/14/2000

2. Name and address of receiving party(ies): AMFM Houston, Inc. 200 East Basse Road. San Antonio, Texas 78209. Corporation-State Delaware.

3. Nature of conveyance: Change of Name. Execution Date: 1/14/2000

4. Application number(s) or registration number(s): A. Trademark Application No.(s) B. Trademark Registration No.(s) 1,505,199

6. Total number of applications and registrations involved: 1

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

7. Total fee (37 CFR 3.41): \$ 40.00. Enclosed. Authorized to be charged to deposit account. 8. Deposit account number: 03/3483

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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. Pamela B. Huff, Signature, 8/31/01, Date

Total number of pages including cover sheet, attachments, and document: 4

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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**CERTIFICATE OF AMENDMENT**

**TO**

**CERTIFICATE OF INCORPORATION**

**OF**

**CHANCELLOR MEDIA CORPORATION OF HOUSTON**

Under Section 242 of the Delaware General Corporation Law

The undersigned, being the Senior Vice President of Chancellor Media Corporation of Houston, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

1. The name of the Corporation is Chancellor Media Corporation of Houston.

2. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware under the name Evergreen Media Corporation of Houston on February 11, 1993, which name was changed to Chancellor Media Corporation of Houston by filing with the Secretary of State of Delaware a Certificate of Amendment of the Certificate of Incorporation on October 17, 1997.

3. The Certificate of Incorporation of the Corporation is hereby amended to effect a change in Article FIRST thereof, relating to the name of the Corporation, and accordingly Article FIRST of the Certificate of Incorporation shall be amended in its entirety to read as follows:

"FIRST: The name of the Corporation is AMFM Houston, Inc. (the "Corporation")."

4. The Board of Directors of the Corporation, pursuant to Sections 141(f) and 242 of the General Corporation Law of the State of Delaware, adopted resolutions approving the foregoing amendment and directed that the amendment be submitted to the sole stockholder of the Corporation for its consideration and approval.

5. The sole stockholder of the Corporation approved the amendment in accordance with Sections 228(a) and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the undersigned, being the Senior Vice President of the Corporation, does hereby declare and certify that this is the act and deed of the Corporation and the facts stated herein are true, and accordingly has hereunto signed this Certificate of Amendment to Certificate of Incorporation this 14th day of January, 2000.

CHANCELLOR MEDIA CORPORATION OF  
HOUSTON

By:   
Kathy Archer Senior Vice President

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 AMENDMENT OF "CHANCELLOR MEDIA CORPORATION OF HOUSTON", CHANGING ITS NAME FROM "CHANCELLOR MEDIA CORPORATION OF HOUSTON" TO "AMFM HOUSTON, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JANUARY, A.D. 2000, AT 1 O'CLOCK P.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

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AUTHENTICATION:

01-14-00

DATE:

RECORDED: 09/07/2001

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