

03-12-2002



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

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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 the Keystone State

- Individual(s), General Partnership, Corporation-State, Other, Association, Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment, Security Agreement, Other, Merger, Change of Name

Execution Date: January 14, 2000

2. Name and address of receiving party(ies)

Name: AMFM Pennsylvania, Inc.

Internal Address:

Address:

Street Address: 200 East Basse Road

City: San Antonio State: TX 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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,737,199

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 Street, Suite 1800

City: San Antonio State: TX 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

DO NOT USE THIS SPACE

9. Signature.

Pamela B. Huff

Name of Person Signing

Handwritten signature of Pamela B. Huff

Signature

February 5, 2002

Date

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

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

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Office of the Secretary of State

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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 THE KEYSTONE STATE", CHANGING ITS NAME FROM "CHANCELLOR MEDIA CORPORATION OF THE KEYSTONE STATE" TO "AMFM PENNSYLVANIA, 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: 0201517

DATE: 01-14-00

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**CERTIFICATE OF AMENDMENT**  
**TO**  
**CERTIFICATE OF INCORPORATION**  
**OF**  
**CHANCELLOR MEDIA CORPORATION OF THE KEYSTONE STATE**

Under Section 242 of the Delaware General Corporation Law

The undersigned, being the Senior Vice President of Chancellor Media Corporation of the Keystone State, 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 the Keystone State.

2. The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware under the name Pyramid Communications-Charlotte, Inc. on November 22, 1993, which name was changed to Evergreen Media Corporation of North Carolina by filing with the Secretary of State of Delaware a Certificate of Amendment of the Certificate of Incorporation on January 17, 1996, which name remained Evergreen Media Corporation of North Carolina when a Certificate of Merger was filed with the Secretary of State of Delaware on May 12, 1997, merging Evergreen Media Corporation of Carolinaland with and into Evergreen Media Corporation of North Carolina, which name was changed to Evergreen Media Corporation of the Keystone State by filing with the Secretary of State of Delaware a Certificate of Amendment of the Certificate of Incorporation on June 12, 1997, which name was changed to Chancellor Media Corporation of the Keystone State by filing with the Secretary of State of Delaware a Certificate of Amendment of the Certificate of Incorporation on October 17, 1997. When a Certificate of Merger was filed with the Secretary of State of Delaware on July 31, 1998, merging Chancellor Media Corporation of Pennsylvania with and into Chancellor Media Corporation of the Keystone State and a Certificate of Merger was filed with the Secretary of State of Delaware on August 10, 1998, merging Chancellor Media Corporation of Philadelphia with and into Chancellor Media Corporation of the Keystone State, the name of the Corporation remained Chancellor Media Corporation of the Keystone State.

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 Pennsylvania, 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 THE  
KEYSTONE STATE

By: 

Kathy Archer, Senior Vice President

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RECORDED: 02/26/2002

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