

06-07-2002



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

RE

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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 CHICAGOLAND

6.4.02

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

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

2. Name and address of receiving party(ies)

Name: CHANCELLOR MEDIA OF THE LONE STAR STATE

Internal 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

3. Nature of conveyance:

- Assignment Merger Security Agreement Change of Name Other

Execution Date: July 29, 1998

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1697212

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

Signature

5-23-2002 Date

Total number of pages including cover sheet, attachments, and document: 5

06/06/2002 DBYRNE 00000169 1697212

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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40.00 OP

TRADEMARK REEL: 002519 FRAME: 0455

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:

"CHANCELLOR MEDIA CORPORATION OF CHICAGOLAND", A DELAWARE CORPORATION,

"CHANCELLOR MEDIA CORPORATION OF DALLAS", A DELAWARE CORPORATION,

"CHANCELLOR MEDIA CORPORATION OF DETROIT", A DELAWARE CORPORATION,

"CHANCELLOR MEDIA CORPORATION OF NEW YORK", A DELAWARE CORPORATION,

"CHANCELLOR MEDIA PARTNERS CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "CHANCELLOR MEDIA CORPORATION OF THE LONE STAR STATE" UNDER THE NAME OF "CHANCELLOR MEDIA CORPORATION OF THE LONE STAR STATE", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF JULY, A.D. 1998, AT 12 O'CLOCK P.M.

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



Handwritten signature of Edward J. Freel in cursive.

Edward J. Freel, Secretary of State

2164535 8100M

981297314

AUTHENTICATION: 9226161

DATE: 07-30-98

TRADEMARK
REEL: 002519 FRAME: 0456

CERTIFICATE OF MERGER
OF
CHANCELLOR MEDIA PARTNERS CORPORATION,
CHANCELLOR MEDIA CORPORATION OF CHICAGOLAND,
CHANCELLOR MEDIA CORPORATION OF DALLAS,
CHANCELLOR MEDIA CORPORATION OF DETROIT
AND
CHANCELLOR MEDIA CORPORATION OF NEW YORK
INTO
CHANCELLOR MEDIA CORPORATION OF THE LONE STAR STATE

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>NAME</u>	<u>STATE OF INCORPORATION</u>
Chancellor Media Partners Corporation	Delaware
Chancellor Media Corporation of Chicagoland	Delaware
Chancellor Media Corporation of Dallas	Delaware
Chancellor Media Corporation of Detroit	Delaware
Chancellor Media Corporation of New York	Delaware
Chancellor Media Corporation of the Lone Star State	Delaware

SECOND: That a Plan and Agreement of Merger among the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 251 of the General Corporation Law of the State of Delaware.

THIRD: That the name of the surviving corporation is Chancellor Media Corporation of the Lone Star State.

FOURTH: The Certificate of Incorporation of Chancellor Media Corporation of the Lone Star State 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.

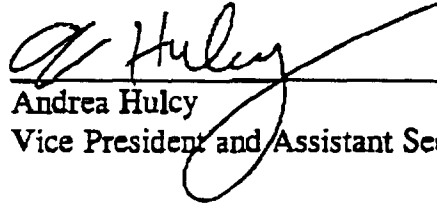
FIFTH: That the executed Plan and Agreement of Merger is on file at the principal place of business of the surviving corporation. The address of the principal place of business of the surviving corporation is 433 E. Las Colinas Blvd., Suite 1130, Irving, Texas 75039.

SIXTH: That a copy of the Plan and Agreement of Merger will be furnished by the surviving corporation on request and without cost to any stockholder of any constituent corporation.

Dated: July 29, 1998

CHANCELLOR MEDIA CORPORATION OF
THE LONE STAR STATE

By:



Andrea Hulcy
Vice President and Assistant Secretary