3-7-03

03-27-2003

102401380

03-07-2003

U.S. Patent & TMOfc/TM Mail Rcpt Dt. #64

Form PTO-1594
(Rev. 10/02)
OMB No. 0651-0027 (exp. 6/30/2005)

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

Tab settings ⇨⇨⇨ ▼ ▼ ▼ ▼ ▼ ▼ ▼

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

1. Name of conveying party(ies):
Infinity Radio License Inc.

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

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

2. Name and address of receiving party(ies)
Name: Infinity Radio Operations Inc.
Internal Address:
Street Address: 40 West 57th Street
City: New York State: NY Zip: 10019

- [ ] Individual(s) citizenship
- [ ] Association
- [ ] General Partnership
- [ ] Limited Partnership
- [x] 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
- [x] Change of Name
- [ ] Other

Execution Date: April 2, 2002

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 2517307, 2596569

Additional number(s) attached [ ] Yes [x] No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Rebecca Borden
Internal Address: c/o Karin Morse
Street Address: 1515 Broadway, 51st Floor
City: New York State: NY Zip: 10036

6. Total number of applications and registrations involved: 2

7. Total fee (37 CFR 3.41).....$ 65.00

- [ ] Enclosed
- [x] Authorized to be charged to deposit account

8. Deposit account number:
502272

DO NOT USE THIS SPACE

9. Signature.

Rebecca Borden	Rebecca Borden	March 5, 2003
Name of Person Signing	Signature	Date

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

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

03/26/2003 TDIAZ1 00000146 502272 2517307
01 FC:8521 40.00 CH
02 FC:8522 25.00 CH

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 04/02/2002
020213024 - 2342380

Delaware

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

INFINITY RADIO LICENSE INC.

It is hereby certified that:

1. The name of the corporation (hereinafter called the "corporation") is **Infinity Radio License Inc.**

2. The certificate of incorporation of the corporation is hereby amended by striking out Article thereof numbered "1." and by substituting in lieu of said Article 1., the following new Article 1.:

"1. The name of the corporation is: Infinity Radio Operations Inc."

3. The amendment of the certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Dated: March 27, 2002

Michael D. Fricklas
Executive Vice President and Secretary

TRADEMARK
REEL: 002699 FRAME: 0754

CERTIFICATE OF EXPRESS MAIL
EXPRESS LABEL MAIL NO. EL 719838965 US

I hereby certify that this document is being deposited with the United States Postal Service by Express Mail, postage pre-paid, addressed to the Commissioner for Trademarks, 2900 Crystal Drive, Arlington, VA 22202, this 5th day of March, 2003.

Karin Morse

(Typed name of person mailing paper)

(Signature of person mailing paper)

Delaware

The First State

I, HARRIET SMITH WINDSOR, 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 "INFINITY RADIO LICENSE INC.", CHANGING ITS NAME FROM "INFINITY RADIO LICENSE INC." TO "INFINITY RADIO OPERATIONS INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF APRIL, A.D. 2002, AT 9 O'CLOCK A.M.

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

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2342380 8100

AUTHENTICATION: 1702119

020213024

DATE: 04-04-02