

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

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

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):
Jacor Broadcasting of St. Louis, Inc.

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: Citicasters Licenses, Inc.
Internal Address: _____
Address: _____
Street Address: 10155 Corporate Square Dr
City: St. Louis State: MO Zip: 63132

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

If assignor 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: 06/01/2001

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s) _____

Additional number(s) attached Yes No

B. Trademark Registration No.(s) 2156608

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 *Pamela B. Huff* April 26, 2004
 Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document: 17

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

CH \$40.00 033483 2156608

State of Delaware
Office of the Secretary of State PAGE 1

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 MERGER, WHICH MERGES:

✓ "JACOR BROADCASTING OF CHARLESTON, INC.", A DELAWARE CORPORATION,

✓ "JACOR BROADCASTING OF SALT LAKE CITY, INC.", A DELAWARE CORPORATION,

✓ "JACOR BROADCASTING OF SALT LAKE CITY II, INC.", A DELAWARE CORPORATION,

✓ "JACOR BROADCASTING OF ST. LOUIS, INC.", A DELAWARE CORPORATION,

✓ "JACOR LICENSEE OF CHARLESTON, INC.", A DELAWARE CORPORATION,

✓ "JACOR LICENSEE OF LOUISVILLE, INC.", A DELAWARE CORPORATION,

✓ "JACOR LICENSEE OF LOUISVILLE II, INC.", A DELAWARE CORPORATION,

✓ "JACOR LICENSEE OF SALT LAKE CITY, INC.", A DELAWARE CORPORATION,

✓ "JACOR LICENSEE OF SALT LAKE CITY II, INC.", A DELAWARE CORPORATION,



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3398949 8100M

AUTHENTICATION: 1167085

010264760

DATE: 06-01-01

TRADEMARK
REEL: 002841 FRAME: 0562

State of Delaware
Office of the Secretary of State

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CORPORATION,

WITH AND INTO "CITICASTERS LICENSES, INC." UNDER THE NAME OF
"CITICASTERS LICENSES, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF OHIO, AS RECEIVED AND
FILED IN THIS OFFICE THE FIRST DAY OF JUNE, A.D. 2001, AT 4:30
O'CLOCK P.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

3398949 8100M

010264760

AUTHENTICATION: 1167085

DATE: 06-01-01

TRADEMARK
REEL: 002841 FRAME: 0563

JUN-01-2001 FRI 05:46 PM NAT. CORP. RESEARCH, LTD FAX NO. 3027341476

STATE OF DELAWARE, 02/05
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:30 PM 06/01/2001
010264760 - 2520770

CERTIFICATE OF OWNERSHIP AND MERGER

of

**JACOR BROADCASTING OF CHARLESTON, INC.
JACOR BROADCASTING OF SALT LAKE CITY, INC.
JACOR BROADCASTING OF SALT LAKE CITY II, INC.
JACOR LICENSEE OF CHARLESTON, INC.
JACOR LICENSEE OF LOUISVILLE, INC.
JACOR LICENSEE OF LOUISVILLE II, INC.
JACOR LICENSEE OF SALT LAKE CITY, INC.
JACOR LICENSEE OF SALT LAKE CITY II, INC.
JACOR BROADCASTING OF ST. LOUIS, INC.
(Delaware corporations)**

into

**CITICASTERS LICENSES, INC.
(an Ohio corporation)**

Citicasters Licenses, Inc. (hereinafter called the "corporation"), a corporation organized and existing under Laws of the State of Ohio, does hereby certify:

1. Citicasters Licenses, Inc. (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Ohio.
2. The Corporation is the owner of all of the outstanding shares of each class of stock of Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc., which are business corporations of the State of Delaware.
3. The laws of the jurisdiction of organization of Citicasters Licenses, Inc. permit the merger of a business corporation of that jurisdiction with a business corporation of another jurisdiction.
4. The Corporation hereby merges Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc. into the Corporation.
5. The following is a copy of the resolutions adopted on June 1, 2001 by the Board of Directors of the Corporation to merge the said Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee

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P. 03/05

of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc. into the Corporation:

Merge of Delaware Corporations

RESOLVED that Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc. be merged into this Corporation, and that all of the estate, property, rights, privileges, powers, and franchises of Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc. (referred to herein collectively from time to time as the "Delaware subsidiary corporations") be vested in and held and enjoyed by this Corporation as fully and entirely and without change or diminution as the same were before held and enjoyed by Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc. in their respective names.

RESOLVED, that the President and Secretary of Citicasters Licensee, Inc. be and they hereby are directed to make, execute and acknowledge a certificate of ownership and merger setting forth a copy of the resolutions to merge said Delaware subsidiary corporations with and into Citicasters Licensee, Inc. and to assume said Delaware subsidiary corporations' liabilities and obligations on the date of adoption thereof and to file the same in the office of the Secretary of State of Delaware, the Secretary of State of Ohio and any other appropriate jurisdiction and will cause to be performed all necessary acts within the jurisdiction of organization of Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City, Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc. and of this Corporation and in any other appropriate jurisdiction.

RESOLVED, that the issued shares of the Delaware subsidiary corporations shall not be converted in any manner, nor shall any cash or other consideration be paid or delivered therefor, inasmuch as Citicasters Licensee, Inc. is the owner of all outstanding shares of the Delaware subsidiary corporations but each said share which is issued as of the complete effective date of the merger shall be surrendered and extinguished, and the outstanding shares of Citicasters Licensee, Inc. shall remain outstanding and shall not be affected by the merger.

RESOLVED that this Corporation does hereby agree that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of Jacor Broadcasting of Charleston, Inc., Jacor Broadcasting of Salt Lake City, Inc., Jacor Broadcasting of Salt Lake City II, Inc., Jacor Licensee of Charleston, Inc., Jacor Licensee of Louisville, Inc., Jacor Licensee of Louisville II, Inc., Jacor Licensee of Salt Lake City,

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Inc., Jacor Broadcasting of St. Louis, Inc. and Jacor Licensee of Salt Lake City II, Inc., as well as for enforcement of any obligation of this Corporation arising from the merger herein provided for, does hereby irrevocably appoint the Secretary of State of the State of Delaware as its agent to accept service of process in any such proceeding; and does hereby specify the following address without the State of Delaware to which a copy of such process shall be mailed by the Secretary of State of the State of Delaware:

1300 East 9th Street, Suite 1019
Cleveland, Ohio 44114

Miscellaneous

RESOLVED, that all of the estate, property, rights, privileges, powers and franchises of the subsidiary corporations be vested in and held and enjoyed by Citicasters Licenses, Inc. as fully and entirely and without change or diminution as the same were before held and enjoyed by the subsidiary corporations in their names.

RESOLVED, that to the extent that any act, action, filing, undertaking, execution or delivery contemplated by these resolutions has been previously accomplished, the same is hereby ratified, confirmed, accepted, approved and adopted by the Board of Directors of Citicasters Licenses, Inc.

RESOLVED, that the Board of Directors and proper officers of Citicasters Licenses, Inc. are hereby authorized, empowered and directed to do any and all acts and things deemed necessary or appropriate, and to prepare, execute, deliver and file, or cause to be prepared, executed, delivered and filed, any and all instruments, papers and documents which shall be or become necessary, proper or convenient to carry out or put into effect any of the foregoing resolutions or any of the provisions of the merger of the subsidiary corporations with and into Citicasters Licenses, Inc., including without limitation the filing of any articles, certificates or other documents in order to effectuate such merger.

RESOLVED, that this consent may be executed in multiple counterparts, each of which shall constitute an original and all of which shall constitute one consent action.

RESOLVED, that any specific resolutions required for the purposes of carrying out any of the transactions contemplated by each of the foregoing resolutions are hereby deemed adopted and may be certified as having been adopted by the Board of Directors of Citicasters Licenses, Inc. on this date, provided that a copy thereof is inserted in the minute book following this Unanimous Written Consent in Lieu of the Board of Directors of Citicasters Licenses, Inc.

[Signature Page Follows]

JUN-01-2001 FRI 05:50 PM NAT. CORP. RESEARCH. LTD FAX NO. 3027341476

P. 05/05

Executed on this 1st day of June, 2001.

CITICASTERS LICENSES, INC.

By: Mark P. Mays
Name: Mark P. Mays
Title: President

00000007 SAN ANTONIO 20020601

Jun-05-01 09:10A Unisearch Inc Ohio

P.02



Presented by **J. Kenneth Blackwell**

Please obtain fee amount and mailing instructions from the Form
Inventory List (using the 3 digit form # located at the bottom of this
form). To obtain the Form Inventory List or for assistance, please
call Customer Service:
Central Ohio: (614)-466-3910 Toll Free: 1-877-SOS-FILE (1-877-767-3453)

Spec fee is an additional fee

Yes

CERTIFICATE OF MERGER

In accordance with the requirements of Ohio law, the undersigned corporations, banks, savings banks, savings and loan, limited liability companies, limited partnerships and/or partnerships with limited liability, desiring to effect a merger, set forth the following facts:

I. SURVIVING ENTITY

A. The name of the entity surviving the merger is:
Chloster Licenses, Inc.

B. Name Change: As a result of this merger, the name of the surviving entity has been changed to the following:

(Complete only if name of surviving entity is changing through the merger)

C. The surviving entity is a: (Please check the appropriate box and fill in the appropriate blanks)

- Domestic (Ohio) for-profit corporation, charter number 625392
- Domestic (Ohio) non-profit corporation, charter number _____
- Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of _____ and licensed to transact business in the State of Ohio under license number _____
- Foreign (Non-Ohio) corporation incorporated under the laws of the state/country of _____ and NOT licensed to transact business in the state of Ohio, _____
- Domestic (Ohio) limited liability company, with registration number _____
- Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of _____ and registered to do business in the State of Ohio under registration number _____
- Foreign (Non-Ohio) limited liability company organized under the laws of the state/country of _____ and NOT registered to do business in the State of Ohio, _____
- Domestic (Ohio) limited partnership, with registration number _____
- Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) limited partnership organized under the laws of the state/country of _____ and NOT registered to do business in the state of Ohio, _____
- Domestic (Ohio) partnership having limited liability, with the registration number _____

Jun-05-01 09:11A Unisearch Inc Ohio

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J. Kenneth Blackwell

Secretary of State

- Foreign (Non-Ohio) partnership having limited liability organized under the laws of the state/country of _____ and registered to do business in the state of Ohio under registration number _____
- Foreign (Non-Ohio) non-profit incorporation under the laws of the state/country of _____ and licensed to transact business in the state of Ohio under license number _____
- Foreign (Non-Ohio) non-profit incorporation under the laws of the state/country of _____ and not licensed to transact business in the state of Ohio.

II. MERGING ENTITY

The name, charter/license/registration number, type of entity, state/country of incorporation or organization, respectively, of which is a party to the merger are as follows: (If this is insufficient space to reflect all merging entities, please attach a separate sheet listing the merging entities)

Name	State/Country of Organization	Type of Entity
See attached listing of entities to be merged		
_____	_____	_____
_____	_____	_____
_____	_____	_____

III. MERGER AGREEMENT ON FILE

The name and mailing address of the person or entity from whom/which eligible persons may obtain a copy of the agreement of merger upon written request:

N/A

(name) (street and number) (city code)

(city, village or township) (state) (city code)

IV. EFFECTIVE DATE OF MERGER

This merger is to be effective on: _____ (if a date is specified, the date must be a date on or after the date of filing; the effective date of the merger cannot be earlier than the date of filing, if no date is specified, the date of filing will be the effective date of the merger).

V. MERGER AUTHORIZED

The laws of the state or country under which each constituent entity exists, permits this merger. This merger was adopted, approved and authorized by each of the constituent entities in compliance with the laws of the state under which it is organized, and the persons signing this certificate on behalf of each of the constituent entities are duly authorized to do so.

VI. STATUTORY AGENT

The name and address of the surviving entity's statutory agent upon whom any process, notice or demand may be served is:

(name) (street and number)
 _____, Ohio _____
(city, village or township) (city code)

(This item MUST be completed if the surviving entity is a foreign entity which is not licensed, registered or otherwise authorized to conduct business in the state of Ohio)

VII. ACCEPTANCE OF AGENT

The undersigned, named herein as the statutory agent for the above referenced surviving entity, hereby acknowledges and accepts the appointment of statutory agent for said entity.

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J. Kenneth Blackwell
Secretary of State

Signature of Agent

(The acceptance of agent must be completed by domestic surviving entities if through this merger the statutory agent for the surviving entity has changed, or the named agent differs in any way from the name currently on record with the Secretary of State.)

VII. STATEMENT OF MERGER

Upon filing, or upon such later date as specified herein, the merging entity/entities listed herein shall merge into the listed surviving entity

IX. AMENDMENTS

The articles of incorporation, articles of organization, certificate of limited partnership or registration of partnership having limited liability (circle appropriate term) of the surviving domestic entity have been amended. Please see attached "Exhibit A." (Please note, if there will be no change please state "no change") **NO CHANGE**

X. QUALIFICATION OR LICENSURE OF FOREIGN SURVIVING ENTITY

A. The listed surviving foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability desires to transact business in Ohio as a foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability, and hereby appoints the following as its statutory agent upon whom process, notice or demand against the entity may be served in the state of Ohio. The name and complete address of the statutory agent is:

N/A
(name) _____ (name and number)
_____, Ohio _____
(city, village or township) (zip code)

The subject surviving foreign corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability irrevocably consents to service of process on the statutory agent listed above as long as the authority of the agent continues, and to service of process upon the Secretary of State of Ohio if the agent cannot be found, if the corporation, bank, savings bank, savings and loan, limited liability company, limited partnership, or partnership having limited liability fails to designate another agent when required to do so, or if the foreign corporation's, bank's, savings bank's, savings and loan's, limited liability company's, limited partnership's, or partnership having limited liability's license or registration to do business in Ohio expires or is annulled.

B. The qualifying entity also states as follows: (Complete only if applicable)

1. Foreign Notice Under Section 1703.031

(If the qualifying entity is a foreign bank, savings bank, or savings and loan, then the following information must be completed.)

(a.) The name of the Foreign Nationality/Federally chartered bank, savings bank, or savings and loan association is

(b.) The name(s) of any Trade Name(s) under which the corporation will conduct business:

(c.) The location of the main office (non-Ohio) shall be:

(street address)
_____, _____, _____, _____
(city, township, or village) (county) (state) (zip code)

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J. Kenneth Blackwell

Secretary of State

(d.) The principal office location in the state of Ohio shall be:

_____ (street address)

_____ (city, township, or village) _____ (county) _____ (room) _____ (zip code)

(Please note, if there will not be an office in the state of Ohio, please list none.)

(c.) The corporation will exercise the following purpose(s) in the state of Ohio:
(Please provide a brief summary of the business to be conducted; a general clause is not sufficient)

2. Foreign Qualifying Limited Liability Company

(If the qualifying entity is a foreign limited liability company, the following information must be completed.)

(a.) The name of the limited liability company in its state of organization/registration is _____

(b.) The name under which the limited liability company desires to transact business in Ohio is _____

(c.) The limited liability company was organized or registered on _____ under the laws of the state/country of _____

(d.) The address to which interested persons may direct requests for copies of the articles of organization, operating agreement, bylaws, or other charter documents of the company is:

_____ (street address)

_____ (city, township, or village) _____ (state) _____ (zip code)

3. Foreign Qualifying Limited Partnership

(If the qualifying entity is a foreign limited partnership, the following information must be completed.)

(a.) The name of the limited partnership is _____

(b.) The limited partnership was formed on _____

(c.) The address of the office of the limited partnership in its state/country of organization is:

_____ (street address)

_____ (city, township, or village) _____ (county) _____ (room) _____ (zip code)

(d.) The limited partnership's principal office address is:

_____ (street address)

_____ (city, township, or village) _____ (county) _____ (room) _____ (zip code)

(e.) The names and business or residence addresses of the General partners of the partnership are as follows:

Name	Address
_____	_____
_____	_____

(If insufficient space to cover this item, please attach a separate sheet listing the general partners and their respective addresses.)

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J. Kenneth Blackwell
Secretary of State

(f.) The address of the office where a list of the names and business or residence addresses of the limited partners and their respective capital contributions is to be maintained is:

(street address)

(city, township, or village) (county) (state) (zip code)

The limited partnership hereby certifies that it shall maintain said records until the registration of the limited partnership in Ohio is canceled or withdrawn.

4. Foreign Qualifying Partnership Having Limited Liability

(a.) The name of the partnership shall be

(b.) Please complete the following appropriate section (either item b(1) or b(2)):

(1.) The address of the partnership's principal office in Ohio is:

(street name and number) Ohio

(city, village or township) (zip code)

(If the partnership does not have a principal office in Ohio, then items b3 and item c must be completed)

(2.) The address of the partnership's principal office (Non-Ohio):

(street address)

(city, township, or village) (state) (zip code)

(c.) The name and address of a statutory agent for service of process in Ohio is as follows:

(name) (street and number)

(city, village or township) Ohio (zip code)

(d.) Please indicate the state or jurisdiction in which the Foreign Limited Liability Partnership has been formed

(e.) The business which the partnership engages in is:

The undersigned constituent entities have caused this certificate of merger to be signed by its duly authorized officers, partners and representatives on the date(s) stated below.

Cibcasters Licenses, Inc.
(Exact name of entity)

By: [Signature]
Its: President
Date: June 1, 01

Jacor Broadcasting of Charleston, Inc.
(Exact name of entity)

By: [Signature]
Its: President
Date: June 1, 01

Jun-05-01 09:12A Unisearch Inc Ohio

P.07

J. Kenneth Blackwell

Secretary of State

Jacor Broadcasting of Salt Lake City, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Broadcasting of Salt Lake City II, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Licensee of Charleston, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Broadcasting of Louisville, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Broadcasting of Louisville II, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Licensee of Louisville II, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Licensee of Salt Lake City, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Licensee of Salt Lake City II, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Broadcasting of Washington, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Broadcasting of Toledo, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Licensee of Louisville, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Jacor Broadcasting of St. Louis, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

Noble Broadcast Licenses, Inc.

(Exact name of entity)

By: J. Kenneth Blackwell
Its: President
Date: 06/01/01

(Exact name of entity)

By: _____
Its: _____
Date: _____

Jun-05-01 09:13A Unisearch Inc Ohio

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Attachment A to Certificate of Merger

NAME OF ENTITY	STATE OF ORGANIZATION	CHARTER NO.	TYPE OF ENTITY
Jacor Broadcasting of Charleston, Inc. ✓	Delaware	2520770	Foreign Profit
Jacor Licensee of Charleston, Inc. ✓	Delaware	2520771	Foreign Profit
Jacor Broadcasting of Salt Lake City, Inc. ✓	Delaware	2520776	Foreign Profit
Jacor Licensee of Salt Lake City, Inc. ✓	Delaware	2520777	Foreign Profit
Jacor Licensee of Salt Lake City II, Inc. ✓	Delaware	2664376	Foreign Profit
Jacor Broadcasting of Salt Lake City II, Inc. ✓	Delaware	2664380	Foreign Profit
Jacor Licensee of Louisville, Inc. ✓	Delaware	2537672	Foreign Profit
Jacor Licensee of Louisville II, Inc. ✓	Delaware	2664373	Foreign Profit
Jacor Broadcasting of St. Louis, Inc. ✓	Delaware	2159004	Foreign Profit
Jacor Broadcasting of Louisville, Inc. ✓	Delaware	2375158	Foreign Profit
Jacor Broadcasting of Louisville II, Inc. ✓	Delaware	2664379	Foreign Profit
Noble Broadcast Licensee, Inc. ✓	California	C1920875	Foreign Profit
Jacor Broadcasting of Toledo, Inc. ✓	California	C1550171	Foreign Profit
Jacor Broadcasting of Washington, Inc. ✓	Washington	212003389	Foreign Profit

00104.007 SAN ANTONIO 3/23/91



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03 7002	200207800374	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00	.00	.00	.00

Receipt

This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
COLUMBUS, OH 43215

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

625392

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CITICASTERS CO.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):

200207800374



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 18th day of March, A.D.
2002.

J. Kenneth Blackwell
Ohio Secretary of State

TRADEMARK

REEL: 002841 FRAME: 0575

Doc ID -->

200207800374



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
03/19/2002	200207800374	DOMESTIC/AMENDMENT TO ARTICLES (AMD)	50.00	.00	.00	.00	.00

Receipt
This is not a bill. Please do not remit payment.

C.T. CORPORATION SYSTEM
17 S. HIGH STREET
COLUMBUS, OH 43215

STATE OF OHIO

Ohio Secretary of State, J. Kenneth Blackwell

625392

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

CITICASTERS CO.

and, that said business records show the filing and recording of:

Document(s)

DOMESTIC/AMENDMENT TO ARTICLES

Document No(s):

200207800374



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of
the Secretary of State at Columbus,
Ohio this 18th day of March, A.D.
2002.

J. Kenneth Blackwell
Ohio Secretary of State

Doc ID --> 200207800374

MAR-08-2002 18:23

CT CORPORATION

7137551556 P.02702

CERTIFICATE OF AMENDMENT
BY SHAREHOLDERS
TO THE
ARTICLES OF INCORPORATION
OF
CITICASTERS LICENSES, INC.,

An Ohio Corporation

Charter Number 625392

Pursuant to the provisions of Sections 1701.72 and 1701.73 of the Ohio Revised Code, Citicasters Licenses, Inc. (the "Company") desires to amend its Articles of Incorporation and for that purpose submits the following certificate of amendment.

Richard Wolf, who is the Vice President of the above named Company organized for profit, does hereby certify that in a writing signed by all the shareholders that would be entitled to notice of a meeting held for that purpose, the following resolution to amend the articles was adopted:

1. The name of the Company as it currently appears on the records of the Ohio Secretary of State is Citicasters Licenses, Inc.
2. Article First of the Articles Incorporation of the Company be amended to read in its entirety as follows:

"FIRST: The name of the corporation shall be Citicasters Co."

IN WITNESS WHEREOF, the above named officer, acting for and on behalf of the Company, has hereunto subscribed his name on January 2, 2002.

CITICASTERS LICENSES, INC.

By: 
Richard Wolf, Vice President

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