

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/29/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AMFM Houston, Inc.		12/29/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Capstar Radio Operating Company
Street Address:	200 East Basse
City:	San Antonio
State/Country:	TEXAS
Postal Code:	78209
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 1

Property Type	Number	Word Mark
Registration Number:	1505199	

CORRESPONDENCE DATA

Fax Number: (210)226-8395
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 210-554-5450
 Email: pgiulian@coxsmith.com
 Correspondent Name: Pamela B. Huff
 Address Line 1: 112 East Pecan Street Suite 1800
 Address Line 2: Cox Smith Matthews Incorporated
 Address Line 4: San Antonio, TEXAS 78205

NAME OF SUBMITTER:	Pamela B. Huff
Signature:	/pbhuff35901/
Date:	02/18/2005

OP \$40.00 1505199

Total Attachments: 2

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Delaware

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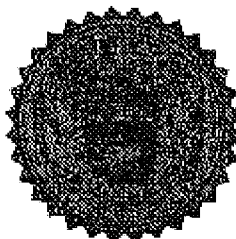
The First State

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 MERGER, WHICH MERGES:

"AMFM HOUSTON, INC.", A DELAWARE CORPORATION,

WITH AND INTO "CAPSTAR RADIO OPERATING COMPANY" UNDER THE NAME OF "CAPSTAR RADIO OPERATING COMPANY", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE TWENTY-NINTH DAY OF DECEMBER, A.D. 2003, AT 6:40 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

2697760 8100M

030840873

AUTHENTICATION: 2840120

DATE: 12/29/03 TRADEMARK

REEL: 003032 FRAME: 0695

CERTIFICATE OF MERGER OF

AMFM HOUSTON, INC.

INTO

CAPSTAR RADIO OPERATING COMPANY

The undersigned corporation organized and existing under and by virtue of the General Corporation Law 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>
AMFM Houston, Inc.	Delaware
Capstar Radio Operating Company	Delaware

SECOND: That an agreement of merger between 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 Delaware.

THIRD: That the name of the surviving corporation of the merger is Capstar Radio Operating Company.

FOURTH: That the Certificate of Incorporation of Capstar Radio Operating Company, a Delaware corporation, which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

FIFTH: That the executed Agreement of Merger is on file at an office of the surviving corporation, the address of which is 200 E. Basse Road, San Antonio, Texas 78209.

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

Dated: December 29, 2003

CAPSTAR RADIO OPERATING COMPANY

By: 
Stephanie Rosales, Vice President/Corp. Tax