

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	12/31/2003

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Infinity Broadcasting Operations Inc.		12/31/2003	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Infinity Broadcasting East Inc.
Street Address:	1515 Broadway
City:	New York
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 3

Property Type	Number	Word Mark
Registration Number:	1913807	K-EARTH
Registration Number:	1913808	K-EARTH
Registration Number:	1918384	KRTH

CORRESPONDENCE DATA

Fax Number: (212)258-6193
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 212/846-3614
 Email: kaz.tanakh@viacom.com, rebecca.borden@viacom.com
 Correspondent Name: Viacom International Inc.
 Address Line 1: 1515 Broadway
 Address Line 2: c/o Corp Legal / 51st Floor (Kaz Tanakh)
 Address Line 4: New York, NEW YORK 10036

NAME OF SUBMITTER:	Rebecca Borden
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CH \$90.00 1913807

Signature:

/rb/

Date:

08/25/2005

Total Attachments: 2

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Delaware

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The First State

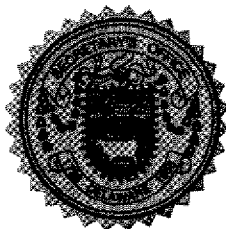
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"INFINITY BROADCASTING OPERATIONS INC.", A DELAWARE CORPORATION,

WITH AND INTO "INFINITY BROADCASTING EAST INC." UNDER THE NAME OF "INFINITY BROADCASTING EAST INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE EIGHTEENTH DAY OF DECEMBER, A.D. 2003, AT 9:13 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF OWNERSHIP IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 6 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

2037290 8100M

AUTHENTICATION: 2831890

030820694

DATE: 12-22-03
TRADEMARK

REEL: 003147 FRAME: 0211

CERTIFICATE OF OWNERSHIP AND MERGER

OF
Infinity Broadcasting Operations Inc.
(a Delaware corporation)
INTO
Infinity Broadcasting East Inc.
(a Delaware corporation)

It is hereby certified that:

1. **Infinity Broadcasting East Inc.** (hereinafter sometimes referred to as the "Corporation") is a business corporation of the State of Delaware.
2. The Corporation is the owner of all of the outstanding shares of common stock of **Infinity Broadcasting Operations Inc.**, which is also a business corporation of the State of Delaware.
3. On December 17, 2003, the Board of Directors of the Corporation adopted the following resolutions to merge **Infinity Broadcasting Operations Inc.** into the Corporation:

RESOLVED, that, pursuant to Section 253 of the General Corporation Law of the State of Delaware, the Corporation's wholly-owned subsidiary, **Infinity Broadcasting Operations Inc.**, a Delaware corporation, be merged with and into this Corporation, and that all of the estate, property, rights, privileges, powers and franchises of **Infinity Broadcasting Operations Inc.** 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 **Infinity Broadcasting Operations Inc.** in its name; and


RESOLVED, that this Corporation shall assume all of the obligations of **Infinity Broadcasting Operations Inc.**

RESOLVED, that this Corporation shall cause to be executed and filed and/or recorded the documents prescribed by the laws of the State of Delaware and by the laws of any other appropriate jurisdiction and will cause to be performed all necessary acts within the State of Delaware and within any other appropriate jurisdiction.

RESOLVED, that the effective time of the Certificate of Ownership and Merger setting forth a copy of these resolutions, and the time when the merger therein provided for shall become effective, is at 6:00 p.m. on December 31, 2003.

Executed on December 17, 2003

INFINITY BROADCASTING EAST INC.

By: 
Michael D. Fricklas, Executive Vice President