

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/19/1999

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Capstar Broadcasting Corporation		11/19/1999	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	AMFM Holdings, Inc.
Street Address:	200 East Basse Road
City:	San Antonio
State/Country:	TEXAS
Postal Code:	78209
Entity Type:	CORPORATION: DELAWARE

**PROPERTY NUMBERS Total: 1**

Property Type	Number	Word Mark
Registration Number:	2460953	NEXGEN DIGITAL

**CORRESPONDENCE DATA**

Fax Number: (210)226-8395  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
 Phone: 210-554-5363  
 Email: ipdocket@coxsmith.com  
 Correspondent Name: Matthew M. Jennings  
 Address Line 1: 112 East Pecan Street, Suite 1800  
 Address Line 2: Cox Smith Matthews Incorporated  
 Address Line 4: San Antonio, TEXAS 78205

ATTORNEY DOCKET NUMBER:	22187.4595
NAME OF SUBMITTER:	Matthew M. Jennings
Signature:	/mmjennings58538/

OP \$40.00 2460953

Date:

01/24/2007

**Total Attachments: 3**

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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:

"CAPSTAR BROADCASTING CORPORATION", A DELAWARE CORPORATION, WITH AND INTO "CHANCELLOR MEZZANINE HOLDINGS CORPORATION" UNDER THE NAME OF "AMFM HOLDINGS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE NINETEENTH DAY OF NOVEMBER, A.D. 1999, AT 8:30 O'CLOCK A.M.

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



*Edward J. Freel*

Edward J. Freel, Secretary of State

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991494797

AUTHENTICATION: 0092385

DATE: 11-19-99

**CERTIFICATE OF MERGER MERGING****CAPSTAR BROADCASTING CORPORATION,**  
a Delaware corporation

into

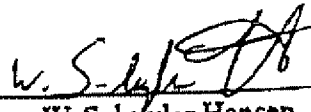
**CHANCELLOR MEZZANINE HOLDINGS CORPORATION,**  
a Delaware corporation

Pursuant to the provisions of Section 251 of the Delaware General Corporation Law (the "DGCL"), Chancellor Mezzanine Holdings Corporation, a corporation organized and existing under the laws of Delaware ("Mezzanine"), does hereby certify:

1. That Mezzanine is the surviving corporation of a merger by and between Mezzanine and Capstar Broadcasting Corporation, a Delaware corporation (the "Merged Corporation" and, together with Mezzanine, the "Constituent Corporations").
2. That an Agreement and Plan of Merger (the "Agreement") has been approved, adopted, certified, executed and acknowledged by each of the Constituent Corporations in accordance with Section 251 of the DGCL.
3. That the name of the surviving corporation is Chancellor Mezzanine Holdings Corporation (the "Surviving Corporation").
4. That the certificate of incorporation of Mezzanine shall be the certificate of incorporation of the Surviving Corporation, except that Article First of such certificate of incorporation shall be amended and restated in its entirety so that said article shall be and read as follows:  
  
"FIRST: The name of the Corporation is AMFM HOLDINGS INC. (the "Corporation")."
5. The executed Agreement and Plan of Merger is on file at the principal place of business of Mezzanine, 600 Congress Avenue, Suite 1400, Austin, Texas 78701.
6. That a copy of the Agreement will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any Constituent Corporation.

IN WITNESS WHEREOF, Mezzanine has caused this Certificate to be signed by its authorized officer this 19th day of November, 1999.

CHANCELLOR MEZZANINE HOLDINGS  
CORPORATION

By:   
W. Schuyler Hansen  
Senior Vice President and Chief Accounting Officer

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