

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	SECURITY INTEREST

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
AMFM RADIO LICENSES, LLC		10/25/2012	LIMITED LIABILITY COMPANY: DELAWARE
CAPSTAR RADIO OPERATING COMPANY		10/25/2012	CORPORATION: DELAWARE
CAPSTAR TX, LLC		10/25/2012	LIMITED LIABILITY COMPANY: TEXAS
CC LICENSES, LLC		10/25/2012	LIMITED LIABILITY COMPANY: DELAWARE
CITICASTERS CO.		10/25/2012	CORPORATION: OHIO
CITICASTERS LICENSES, INC.		10/25/2012	CORPORATION: TEXAS
CLEAR CHANNEL BROADCASTING LICENSES, INC.		10/25/2012	CORPORATION: NEVADA
CLEAR CHANNEL BROADCASTING, INC.		10/22/2012	CORPORATION: NEVADA
AMFM TEXAS BROADCASTING, LP		10/25/2012	PARTNERSHIP: DELAWARE

RECEIVING PARTY DATA

Name:	Deutsche Bank Trust Company Americas
Street Address:	60 Wall Street, 27th Floor
City:	New York
State/Country:	NEW YORK
Postal Code:	10005
Entity Type:	Banking Corporation: NEW YORK

PROPERTY NUMBERS Total: 178

Property Type	Number	Word Mark
Registration Number:	2554598	KBKS
Registration Number:	2659776	MEGA 100
Registration Number:	2260224	KTU

CH \$4465.00 2554598

Registration Number:	2562841	KOOL
Registration Number:	1506410	KGGI
Registration Number:	2515911	PHONE SCAM
Registration Number:	1370576	WLTW
Registration Number:	1405285	KFI
Registration Number:	1846994	MORE STIMULATING TALK RADIO
Registration Number:	2030249	THE BATTLE OF THE SEXES
Registration Number:	2090974	DJ SPIN
Registration Number:	2178011	SUNDAY IN THE SOUTH
Registration Number:	2287477	THE MORNING BUZZ
Registration Number:	2292331	GREG AND THE MORNING BUZZ
Registration Number:	2326619	JAM SCAM
Registration Number:	2338301	JAM'N
Registration Number:	2531177	JINGLE BALL
Registration Number:	2570123	Q104.3
Registration Number:	2614785	MEET MARKET
Registration Number:	2824556	SOUTHERN CALIFORNIA'S SOFT ROCK WITH LESS TALK
Registration Number:	2843099	WTCR HIGHWAY 23 JAMBOREE
Registration Number:	2904879	NEW HAMPSHIRE'S ROCK
Registration Number:	2936334	SUNDAY IN THE SOUTH
Registration Number:	3171017	THE BREW
Registration Number:	3171018	THE MORNING BREW
Registration Number:	3556007	MYFM
Registration Number:	3515691	DJ SPINBAD
Registration Number:	3396257	STYLE STAGE NYC
Registration Number:	3809495	ALL ACCESS LOUNGE
Registration Number:	3784398	ZOOTOPIA
Registration Number:	3824183	ZVIP
Registration Number:	3521069	PHOOSON
Registration Number:	2137981	THE BREAKFAST CLUB
Registration Number:	2527555	WAR OF THE ROSES
Registration Number:	2694837	PHONE SCAMS
Registration Number:	3595161	SUNDAY SUNRISE
Registration Number:	1395206	WGAR
Registration Number:	1395209	WPOC

	1540895	KIIS
Registration Number:	1831582	ATLANTA'S FIRST NEWS
Registration Number:	2013906	KGB
Registration Number:	2067047	KZZP
Registration Number:	2153933	
Registration Number:	2156608	WAY BACK WEDNESDAY
Registration Number:	2159084	WMMS
Registration Number:	2337945	SKYSHOW
Registration Number:	2343218	WANGO TANGO
Registration Number:	2667985	WANGO TANGO
Registration Number:	2700270	LIVESTOCK
Registration Number:	2709118	MIX CHICKS
Registration Number:	2733629	
Registration Number:	2748945	YEAH BABY!
Registration Number:	3063458	98ROCK PUREROCK
Registration Number:	3221595	LITTLE ALLY
Registration Number:	3311445	CLICK-IT FORWARD
Registration Number:	1503291	KNIX
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Registration Number:	3956426	LIVESTOCK! BOVINA - N Y
Registration Number:	1837073	THE BIG ONE
Registration Number:	2823547	GO ROCK YOURSELF
Registration Number:	3129471	AMERICA'S TRUCKIN' NETWORK
Registration Number:	3697899	AT HOME WITH GARY SULLIVAN
Registration Number:	1379597	WHP
Registration Number:	1382701	WINZ
Registration Number:	1535807	MY
Registration Number:	1536804	SUNNY 98.5
Registration Number:	1599924	WOOD
Registration Number:	1802344	CARTUNES
Registration Number:	1820167	Y-100
Registration Number:	1999944	LISTEN & WIN!
Registration Number:	2048949	EAR AWARDS
Registration Number:	2085272	B-93.7
Registration Number:	2086827	WBCT

	2086828	B-93
Registration Number:	2156452	KISS FM
Registration Number:	2469828	WE HAVE YOU COVERED
Registration Number:	2707087	KISSIN' COUNTRY
Registration Number:	2726566	WYLD
Registration Number:	2775765	WOAI.COM
Registration Number:	2788870	NEWS4 WOAI
Registration Number:	2852884	FANTASTIC PLASTIC PAYOFF
Registration Number:	2853923	HALLELUJAH
Registration Number:	2860173	KIDSFEST
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Registration Number:	2976043	LA PRECIOSA
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Registration Number:	3210787	TWISTED MOVIE TRAILERS
Registration Number:	3211466	KSSN
Registration Number:	3213023	UNITED RADIO BROADCASTERS
Registration Number:	3213024	UNITED RADIO
Registration Number:	3246032	WET ON THE NET
Registration Number:	3247224	DISCOVER IT
Registration Number:	3249700	FEEL THE ENERGY
Registration Number:	3264409	MOTHER TRUCKER
Registration Number:	3266328	TRANCID
Registration Number:	3270142	SATIN & LACE
Registration Number:	3270143	SHAG CARPET
Registration Number:	3270287	ENDLESS LOVE
Registration Number:	3277714	HITS ON HIGH
Registration Number:	3293432	RHYTHMIX
Registration Number:	3293782	ARE YOU DEF YET?
Registration Number:	3295403	MY MUSIC, MY CHANNEL
Registration Number:	3295404	SHUFFLE
Registration Number:	3305026	TEST DRIVE WEDNESDAY
Registration Number:	3310097	TEST DRIVE TUESDAY
Registration Number:	3326499	VIERO BEST RATE
Registration Number:	3333839	VEGAS GOLD

	3355974	STUDIO 1200
Registration Number:	3366447	EL PATRON
Registration Number:	3373982	PROJECT EYEWITNESS
Registration Number:	3384542	OPERATION STORM WATCH
Registration Number:	3386552	NITRO
Registration Number:	3390940	REFLEXIONES
Registration Number:	3393123	ROCK ON
Registration Number:	3393392	DA TREND
Registration Number:	3403515	IT'S TIME SOMEONE LISTENED TO YOU
Registration Number:	3410626	FOGGY MOUNTAIN
Registration Number:	3410627	CLUB PHUSION
Registration Number:	3410628	UNDIES
Registration Number:	3410629	JOKEJOKE
Registration Number:	3410635	FUERZA
Registration Number:	3410636	UNDISCOVERED
Registration Number:	3413030	VINYL VINEYARD
Registration Number:	3424357	ROCK AT RANDOM
Registration Number:	3451288	RADIO MY WAY
Registration Number:	3451664	RUMBA
Registration Number:	3455756	BESO
Registration Number:	3623636	DJDREAMER
Registration Number:	3551170	IQ OF A CHRISTMAS TREE
Registration Number:	3577427	LA PEQUENA LATINO AMERICA
Registration Number:	3595808	WE'LL HELP YOU SEE THINGS YOUR WAY
Registration Number:	3595809	WE DON'T LET GO
Registration Number:	3535100	MY COUNTRY
Registration Number:	3599471	TRAFFIC'S LONG, LIFE IS SHORT
Registration Number:	3511170	MIA
Registration Number:	3609716	LUXURY HAS AN ADDRESS
Registration Number:	3683932	IHEARTMUSIC.COM
Registration Number:	3502950	RADIO FUSION
Registration Number:	3538732	RADIOMYWAY
Registration Number:	3859712	CHIC CHATEAU
Registration Number:	3764334	NAVIGATING THE FUTURE
Registration Number:	3698295	IHEARTRADIO

	3795219	TODOS LOS EXITOS
Registration Number:	3855137	RADIO RESUME
Registration Number:	3917710	TOTAL TRAFFIC HD NETWORK
Registration Number:	3591181	Y100
Registration Number:	3869555	RUMBA
Registration Number:	1814106	THE BEAT
Registration Number:	2139224	NO COLOR LINES
Registration Number:	2152604	STICKER STOP
Registration Number:	2191926	THE BEAT
Registration Number:	2440112	COOL
Registration Number:	2440113	COOL
Serial Number:	85108452	FREE MONEY FIST PUMP
Serial Number:	85679627	DIMWITS IN THE NEWS
Serial Number:	77809076	GEN X RADIO
Serial Number:	77854216	GEN X RADIO
Serial Number:	85639933	IHEART RADIO
Serial Number:	85653505	I IHEART RADIO
Serial Number:	85653517	I
Serial Number:	85640049	IHEART MUSIC
Serial Number:	85559947	IHEARTVIDEOS
Serial Number:	85639875	IHEART RECORDS
Serial Number:	85634650	IHEART VIDEO
Serial Number:	85633853	ROCKIN' WORKOUT
Serial Number:	85633874	ROAD TRIP!
Serial Number:	85634619	IHEART NEWS
Serial Number:	85634632	IHEART SPORTS
Serial Number:	85634640	IHEART TRAFFIC
Serial Number:	85201263	IHEART
Serial Number:	85201265	IHEARTMUSIC
Serial Number:	78721583	PRIDE RADIO
Serial Number:	85287906	I
Serial Number:	85287980	I IHEARTRADIO
Serial Number:	85288122	IHEARTRADIO
Serial Number:	85201586	IHEARTRADIO
Serial Number:	85287604	I IHEARTRADIO

TRADEMARK

REEL: 004898 FRAME: 0564

Fax Number: 2124466460
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
 Phone: 2124464800
 Email: hsmith@kirkland.com
 Correspondent Name: Hayley Smith, Senior Legal Assistant
 Address Line 1: Kirkland & Ellis LLP
 Address Line 2: 601 Lexington Avenue
 Address Line 4: New York, NEW YORK 10022

ATTORNEY DOCKET NUMBER:	10321-5
NAME OF SUBMITTER:	Hayley Smith
Signature:	//Hayley Smith//
Date:	11/07/2012

Total Attachments: 18

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TRADEMARK SECURITY AGREEMENT

TRADEMARK SECURITY AGREEMENT (this “**Agreement**”), dated as of October 25, 2012, between the Grantor identified on the signature page hereto, and Deutsche Bank Trust Company Americas, as collateral agent (the “**Collateral Agent**”).

Reference is made to the Non-Principal Properties (Specified Assets) Security Agreement dated as of October 25, 2012, (as amended, amended and restated, supplemented or otherwise modified from time to time, the “**Security Agreement**”), among certain subsidiaries of Clear Channel Communications, Inc., a Texas corporation (the “**Issuer**”) and Deutsche Bank Trust Company Americas, as Collateral Agent. The Secured Parties’ agreements in respect of the issuance of the Notes are set forth in the Indenture dated as of October 25, 2012, (as amended, supplemented or otherwise modified from time to time, the “**Indenture**”), among the Issuer, certain subsidiaries of the Issuer from time to time party thereto, Clear Channel Capital I, LLC, a Delaware limited liability company U.S. Bank National Association, as trustee (the “**Trustee**”), and Deutsche Bank Trust Company Americas, as Collateral Agent, pursuant to which the Issuer issued 9.0% Priority Guarantee Notes due 2019 (the “**Notes**”). Unless the context requires otherwise, for all purposes of this Agreement, references to “**Note**” or “**Notes**” include any Additional Notes that are actually issued. The Grantor party hereto is an affiliate of the Issuer and will derive substantial benefits from the issuance of the Notes pursuant to the Indenture and is willing to execute and deliver this Agreement as a condition to the issuance of the Notes. Accordingly, the parties hereto agree as follows:

Section 1. Terms. Capitalized terms used in this Agreement and not otherwise defined herein have the meanings specified in the Security Agreement. The rules of construction specified in the Section 1.04 of the Indenture also apply to this Agreement.

Section 2. Grant of Security Interest. As security for the payment or performance, as the case may be, in full of the Secured Obligations, the Grantor, pursuant to and in accordance with the Security Agreement, did and hereby does grant to the Collateral Agent, its successors and assigns, for the benefit of the Secured Parties, a security interest in, all right, title and interest in or to any and all of the following assets and properties now owned or at any time hereafter acquired by such Grantor or in which such Grantor now has or at any time in the future may acquire any right, title or interest (collectively, the “**Trademark Collateral**”):

- (a) all trademarks, service marks, trade names, corporate names, trade dress, logos, designs, fictitious business names, other source or business identifiers, now existing or hereafter adopted or acquired, all registrations and recordings thereof, and all registration and recording applications filed in connection therewith, including registrations and registration applications in the USPTO, and all extensions or renewals thereof, as well as any unregistered trademarks and service marks used by the Grantor, including those listed on Schedule I, and (b) all goodwill connected with the use of and symbolized by such marks; provided that the grant of security interest shall not include any trademark, service mark or other

application for registration that may be deemed invalidated, canceled or abandoned due to the grant and/or enforcement of such security interest unless and until such time that the grant and/or enforcement of the security interest will not affect the validity of such trademark, service mark or other application for registration, in each case, related to any of the AM or FM radio broadcast stations listed on Schedule II.

Section 3. Termination. This Agreement is made to secure the satisfactory performance and payment of the Secured Obligations. This Agreement and the security interest granted hereby shall terminate with respect to all of the Grantor's Secured Obligations and any lien arising therefrom shall be automatically released upon termination of the Security Agreement or release of such Grantor's obligations thereunder. The Collateral Agent shall, in connection with any termination or release herein or under the Security Agreement, execute and deliver to the Grantor as such Grantor may request, an instrument in writing releasing the security interest in the Trademark Collateral acquired under this Agreement. Additionally, upon such satisfactory performance or payment, the Collateral Agent shall reasonably cooperate with any efforts made by the Grantor to make of record or otherwise confirm such satisfaction including, but not limited to, the release and/or termination of this Agreement and any security interest in, to or under the Trademark Collateral.

Section 4. Supplement to the Security Agreement. The security interests granted to the Collateral Agent herein are granted in furtherance, and not in limitation of, the security interests granted to the Collateral Agent pursuant to the Security Agreement. The Grantor hereby acknowledges and affirms that the rights and remedies of the Collateral Agent with respect to the Trademark Collateral are more fully set forth in the Security Agreement, the terms and provisions of which are hereby incorporated herein by reference as if fully set forth herein. In the event of any conflict between the terms of this Agreement and the Security Agreement, the terms of the Security Agreement shall govern.

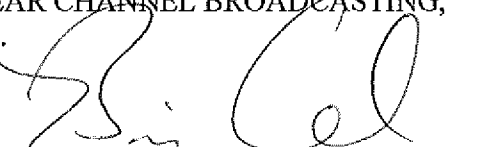
Section 5. Representations and Warranties. The Grantor represents and warrants to the Collateral Agent and the Secured Parties, that a true and correct list of all of the existing material Trademark Collateral consisting of U.S. Trademark registrations or applications owned by such Grantor, in whole or in part, is set forth in Schedule I.

Section 6. Miscellaneous. As applicable, the provisions of Article VI of the Security Agreement are hereby incorporated by reference.

[Signature pages follow.]

AMFM RADIO LICENSES, LLC
CAPSTAR RADIO OPERATING
COMPANY
CAPSTAR TX, LLC
CC LICENSES, LLC
CITICASTERS CO.
CITICASTERS LICENSES, INC.
CLEAR CHANNEL BROADCASTING
LICENSES, INC.
CLEAR CHANNEL BROADCASTING,
INC.

By:



Name: Brian D. Coleman

Title: Senior Vice President and
Treasurer

AMFM TEXAS BROADCASTING, LP

By:

AMFM BROADCASTING, INC.
Its: General Partner

By:



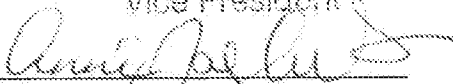
Name: Brian D. Coleman

Title: Senior Vice President and
Treasurer

DEUTSCHE BANK TRUST COMPANY
AMERICAS,
as Collateral Agent

BY: DEUTSCHE BANK NATIONAL TRUST
COMPANY


By: 
Name: Wanda Camacho
Title: Vice President

By: 
Name: Annie Jughatspanyan
Title: Vice President

Schedule I
Trademark Registrations and Use Applications


UNITED STATES TRADEMARKS:



Registrations:


OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
AMFM Texas Broadcasting, LP	2554598	KBKS
Capstar Radio Operating Company	2659776	MEGA 100
Capstar Radio Operating Company	2260224	KTU
Capstar Radio Operating Company	2562841	
Capstar Radio Operating Company	1506410	KGGI
Capstar Radio Operating Company	2515911	PHONE SCAM
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Citicasters Co.	2343218	WANGO TANGO
Citicasters Co.	2667985	WANGO TANGO
Citicasters Co.	2700270	LIVESTOCK
Citicasters Co.	2709118	MIX CHICKS
Citicasters Co.	2733629	<p>THE MARK CONSISTS OF "KITS FM" (PRONOUNCED "KISS EF EM") SPOKEN WITH A DISTINCTIVE DELIVERY IN A DISTINCTIVE MALE ANNOUNCER'S VOICE IN A LOW TENOR REGISTER WITH THE EMPHASIS OF DELIVERY ON THE SECOND PORTION OF THE WORDS (I.E., THE "EF EM" {PHONETIC} PORTION), AND WITH A VERY BRIEF, LESS THAN ONE-HALF OF A SECOND, PAUSE BETWEEN THE "KISS" (PHONETIC) AND "EF EM"</p>

OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
		(PHONETIC) PORTIONS {PHONETIAND WITH A VERY BRIEF, LESS THAN ONE-HALF OF A SECOND, PAUSE BETWEEN THE "KISS" (PHONETIC) AND "EFEM" (PHONETIC) PORTIONS.
Citicasters Co.	2748945	YEAH BABY!
		
Citicasters Co.	3063458	LITTLE ALLY
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Citicasters Co.	3311445	
Citicasters Co.	1503291	KNIX
Citicasters Co.	2353711	WQSR
		
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Clear Channel Broadcasting, Inc.	1382701	WINZ
Clear Channel Broadcasting, Inc.	1535807	MY
Clear Channel Broadcasting, Inc.	1536804	
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Clear Channel Broadcasting, Inc.	2086828	B-93






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Clear Channel Broadcasting, Inc.	3373982	PROJECT EYEWITNESS
Clear Channel Broadcasting, Inc.	3384542	OPERATION STORM WATCH
Clear Channel Broadcasting, Inc.	3386552	NITRO
Clear Channel Broadcasting, Inc.	3390940	REFLEXIONES
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Clear Channel Broadcasting, Inc.	3410627	CLUB PHUSION
Clear Channel Broadcasting, Inc.	3410628	UNDIES

OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Clear Channel Broadcasting, Inc.	3410629	JOKEJOKE
Clear Channel Broadcasting, Inc.	3410635	FUERZA
Clear Channel Broadcasting, Inc.	3410636	UNDISCOVERED
Clear Channel Broadcasting, Inc.	3413030	VINYL VINEYARD
Clear Channel Broadcasting, Inc.	3424357	ROCK AT RANDOM
Clear Channel Broadcasting, Inc.	3451288	Radio My Way
Clear Channel Broadcasting, Inc.	3451664	RUMBA
Clear Channel Broadcasting, Inc.	3455756	BESO
Clear Channel Broadcasting, Inc.	3623636	DJDREAMER
Clear Channel Broadcasting, Inc.	3551170	IQ OF A CHRISTMAS TREE
Clear Channel Broadcasting, Inc.	3577427	LA PEQUENA LATINO AMERICA
Clear Channel Broadcasting, Inc.	3595808	WE'LL HELP YOU SEE THINGS YOUR WAY
Clear Channel Broadcasting, Inc.	3595809	WE DONT LET GO
Clear Channel Broadcasting, Inc.	3535100	MY COUNTRY
Clear Channel Broadcasting, Inc.	3599471	TRAFFIC'S LONG, LIFE IS SHORT

OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Clear Channel Broadcasting, Inc.	3511170	MIA
Clear Channel Broadcasting, Inc.	3609716	LUXURY HAS AN ADDRESS
Clear Channel Broadcasting, Inc.	3683932	IHEARTMUSIC.COM
Clear Channel Broadcasting, Inc.	3502950	RADIO FUSION
Clear Channel Broadcasting, Inc.	78721583	PRIDE RADIO
Clear Channel Broadcasting, Inc.	3538732	RADIOMYWAY
Clear Channel Broadcasting, Inc.	3859712	CHIC CHATEAU
Clear Channel Broadcasting, Inc.	3764334	NAVIGATING THE FUTURE
Clear Channel Broadcasting, Inc.	3698295	IHEARTRADIO
Clear Channel Broadcasting, Inc.	3795219	TODOS LOS EXITOS
Clear Channel Broadcasting, Inc.	3855137	RADIO RESUME
Clear Channel Broadcasting, Inc.	3917710	TOTAL TRAFFIC HD NETWORK
Clear Channel Broadcasting, Inc.	77809076	GEN X RADIO
Clear Channel Broadcasting, Inc.	77854216	
Clear Channel Broadcasting, Inc.	85201263	IHEART
Clear Channel Broadcasting, Inc.	85201265	IHEARTMUSIC

OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Clear Channel Broadcasting, Inc.	4176473	IHEARTRADIO
Clear Channel Broadcasting, Inc.	4184079	
Clear Channel Broadcasting, Inc.	4,172,658	
Clear Channel Broadcasting, Inc.	4,180,395	
Clear Channel Broadcasting, Inc.	3591181	
Clear Channel Broadcasting, Inc.	3869555	RUMBA
Clear Channel Broadcasting, Inc.	1814106	THE BEAT
Clear Channel Broadcasting, Inc.	2139224	NO COLOR LINES
Clear Channel Broadcasting, Inc.	2152604	STICKER STOP
Clear Channel Broadcasting, Inc.	2191926	THE BEAT
Clear Channel Broadcasting, Inc.	2440112	COOL
Clear Channel Broadcasting, Inc.	2440113	

OWNER	REGISTRATION/ SERIAL NUMBER	TRADEMARK
Clear Channel Broadcasting, Inc.	85639933	IHEART RADIO
Clear Channel Broadcasting, Inc.	85653505	 The logo features a stylized heart shape with a radio antenna inside, positioned above the text "iHeart RADIO".
Clear Channel Broadcasting, Inc.	85653517	 The logo features a stylized heart shape with a radio antenna inside.
Clear Channel Broadcasting, Inc.	85640049	IHEART MUSIC
Clear Channel Broadcasting, Inc.	4158882	 The logo features a stylized heart shape with a radio antenna inside, positioned above the text "iheartradio".
Clear Channel Broadcasting, Inc.	85559947	IHEARTVIDEOS
Clear Channel Broadcasting, Inc.	85639875	IHEART RECORDS
Clear Channel Broadcasting, Inc.	85634650	IHEART VIDEO
Clear Channel Broadcasting, Inc.	85633853	ROCKIN' WORKOUT
Clear Channel Broadcasting, Inc.	85633874	ROAD TRIP!
Clear Channel Broadcasting, Inc.	85634619	IHEART NEWS
Clear Channel Broadcasting, Inc.	85634632	IHEART SPORTS
Clear Channel Broadcasting, Inc.	85634640	IHEART TRAFFIC

Licenses:

None.