

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Dial Global, Inc.		09/03/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	Westwood One, Inc.
Street Address:	220 West 42nd Street
City:	New York
State/Country:	NEW YORK
Postal Code:	10036
Entity Type:	CORPORATION: DELAWARE

PROPERTY NUMBERS Total: 17

Property Type	Number	Word Mark
Registration Number:	1219413	WESTWOOD ONE
Registration Number:	2516296	PIRATE RADIO
Registration Number:	1896561	OUT OF ORDER
Registration Number:	1177625	OFF THE RECORD
Registration Number:	1180512	MUTUAL RADIO NETWORKS
Registration Number:	1186135	MUTUAL BROADCASTING SYSTEM
Registration Number:	1496077	
Registration Number:	1907686	FIRST IN COUNTRY
Registration Number:	4198588	DIAL GLOBAL
Registration Number:	4194353	DG DIALGLOBAL
Registration Number:	4197814	DG
Serial Number:	85607853	DEFINING GREAT SPORTS
Serial Number:	85607812	DEFINING GREAT RADIO
Serial Number:	85607836	DEFINING GREAT MOMENTS

OP \$440.00 1219413

Serial Number:	85607870	DEFINING GREAT MEDIA
Serial Number:	85604484	DEFINING GREAT
Serial Number:	86010047	WESTWOOD ONE

CORRESPONDENCE DATA

Fax Number: 2122261995
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Phone: 212-226-7700
 Email: trademarks@yeellp.com
 Correspondent Name: Heather L. Heft
 Address Line 1: 161 Avenue of the Americas
 Address Line 2: Suite 1201
 Address Line 4: New York, NEW YORK 10013

ATTORNEY DOCKET NUMBER:	1892 (NAME CHANGE)
NAME OF SUBMITTER:	Derek Morales
Signature:	/DM/
Date:	09/19/2013

Total Attachments: 4
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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "DIAL GLOBAL, INC.", CHANGING ITS NAME FROM "DIAL GLOBAL, INC." TO "WESTWOOD ONE, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF SEPTEMBER, A.D. 2013, AT 3:08 O'CLOCK P.M.

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

2064825 8100

131048276



You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 0708221

DATE: 09-04-13

TRADEMARK
REEL: 005114 FRAME: 0625

CERTIFICATE OF AMENDMENT
TO
FIFTH AMENDED AND RESTATED
CERTIFICATE OF INCORPORATION
OF
DIAL GLOBAL, INC.

* * * * *

*Adopted in accordance with the provisions
of §228 and §242 of the General Corporation Law
of the State of Delaware*

* * * * *

The undersigned, being the General Counsel and EVP of Dial Global, Inc., a corporation duly organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify the following as of September 3, 2013:

FIRST: That the Fifth Amended and Restated Certificate of Incorporation, dated April 16, 2013 (the "Certificate of Incorporation") of the Corporation, be, and hereby is, amended by deleting the first paragraph of the preamble and subparagraph (1) thereof in their entirety and substituting in lieu thereof, a new first paragraph of the preamble and subparagraph (1) thereof to read as follows:

"The undersigned, Melissa Garza, certifies that she is the General Counsel and EVP of Westwood One, Inc., a corporation organized and existing under the laws of the State of Delaware (the "**Corporation**"), and does hereby further certify as follows:

(1) The Corporation was originally incorporated under the name Westwood One Delaware, Inc. and the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 21, 1985. On October 21, 2011, the Corporation filed an Amended and Restated Certificate of Incorporation with the Secretary of State of the State of Delaware under the name Westwood One, Inc. On April 16, 2013, the Corporation filed a Fifth Amended and Restated Certificate of Incorporation with the Secretary of State of the State of Delaware under the name Dial Global, Inc. On September 3, 2013, the Corporation filed a Certificate of Amendment to Fifth Amended and Restated Certificate of Incorporation with the Secretary of State of the State of Delaware changing the name of the Corporation from "Dial Global, Inc." to "Westwood One, Inc."

SECOND: That the Certificate of Incorporation of the Corporation be, and hereby is, amended by deleting Article I in its entirety and substituting in lieu thereof a new Article I to read as follows:

**“ARTICLE I
NAME**

The name of the Corporation is Westwood One, Inc.”


THIRD: That the Board of Directors of the Corporation approved and adopted the foregoing amendment at a special meeting of the Board of Directors of the Corporation held on August 23, 2013, pursuant to the provisions of Section 242 of the General Corporation Law of the State of Delaware and in accordance with the Second Amended and Restated By-Laws of the Corporation, and directed that such amendment be submitted to the stockholders of the Corporation entitled to vote thereon for their consideration, approval and adoption hereof.

FOURTH: That the stockholders holding a majority of shares entitled to vote thereon approved and adopted the foregoing amendment by written consent in accordance with Sections 228 and 242 of the General Corporation Law of the State of Delaware.

* * * * *

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment as of the date first written above and the undersigned affirms the statements contained herein as true under penalty of perjury.

DIAL GLOBAL, INC.

By: 
Name: Melissa Garza
Title: General Counsel and EVP

[Signature Page to Certificate of Amendment - Dial Global, Inc.]