

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM356574

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ENTITY CONVERSION		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
LINCOLN FINANCIAL MEDIA COMPANY OF GEORGIA		07/17/2015	CORPORATION: NORTH CAROLINA
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	ENTERCOM ATLANTA, LLC		
<b>Street Address:</b>	401 E. CITY AVE, STE 809		
<b>City:</b>	BALA CYNWYD		
<b>State/Country:</b>	PENNSYLVANIA		
<b>Postal Code:</b>	19004		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 2</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	4025622	BIG 90'S WEEKEND	
<b>Registration Number:</b>	2606733	ATLANTA'S SPORTS LEADER	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	6106605662		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
<b>Phone:</b>	6106605655		
<b>Email:</b>	aleverson@entercom.com		
<b>Correspondent Name:</b>	Andrew P Sutor		
<b>Address Line 1:</b>	401 E City Ave - Suite 809		
<b>Address Line 4:</b>	Bala Cynwyd, PENNSYLVANIA 19004		
<b>NAME OF SUBMITTER:</b>	Andrew P. Sutor, IV, Senior VP		
<b>SIGNATURE:</b>	/Andrew P. Sutor, IV/		
<b>DATE SIGNED:</b>	09/28/2015		
<b>Total Attachments: 6</b>			
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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 THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A NORTH CAROLINA CORPORATION UNDER THE NAME OF "LINCOLN FINANCIAL MEDIA COMPANY OF GEORGIA" TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "LINCOLN FINANCIAL MEDIA COMPANY OF GEORGIA" TO "ENTERCOM ATLANTA, LLC", FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF JULY, A.D. 2015, AT 10:40 O'CLOCK A.M.

5786900 8100V

151062280



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2565680

DATE: 07-17-15

TRADEMARK  
REEL: 005631 FRAME: 0942

**STATE OF DELAWARE  
CERTIFICATE OF CONVERSION  
FROM A CORPORATION TO A  
LIMITED LIABILITY COMPANY PURSUANT TO  
SECTION 18-214 OF THE LIMITED LIABILITY ACT**

1. The jurisdiction where the Corporation first formed is **North Carolina**.
2. The jurisdiction immediately prior to filing this Certificate is **North Carolina**.
3. The date the corporation first formed is **April 4, 2002**.
4. The name of the Corporation immediately prior to filing this Certificate is: **Lincoln Financial Media Company of Georgia**.
5. The name of the Limited Liability Company as set forth in the Certificate of Formation is **Entercom Atlanta, LLC**.

IN WITNESS WHEREOF, the undersigned have executed this Certificate on the  
17<sup>th</sup> day of July, 2015.

By:   
Authorized Person

Name: Andrew P. Sutor, IV

# Delaware

PAGE 2

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "ENTERCOM ATLANTA, LLC" FILED IN THIS OFFICE ON THE SEVENTEENTH DAY OF JULY, A.D. 2015, AT 10:40 O'CLOCK A.M.

5786900 8100V

151062280



You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 2565680

DATE: 07-17-15

TRADEMARK  
REEL: 005631 FRAME: 0944

**CERTIFICATE OF FORMATION**

**ENTERCOM ATLANTA, LLC**

In compliance with the requirements of the Delaware Limited Liability Company Act, as amended, the undersigned, desiring to organize a limited liability company, hereby certifies as follows:

1. The name of the limited liability company is:

**Entercom Atlanta, LLC**

2. The address of the registered office of the Company in the State of Delaware is Corporation Trust Center, 1209 Orange Street, in the City of Wilmington, Delaware 19801. The name of its registered agent at such address is The Corporation Trust Company.

I, THE UNDERSIGNED, for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act, as amended, do hereby make this Certificate, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto signed as of this 17<sup>th</sup> day of July, 2015.



Andrew P. Sutor, IV  
Authorized Person



# NORTH CAROLINA

## Department of the Secretary of State

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To all whom these presents shall come, Greetings:

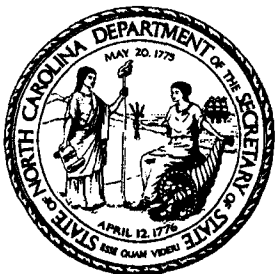
I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

### ARTICLES OF CONVERSION

OF

### LINCOLN FINANCIAL MEDIA COMPANY OF GEORGIA

the original of which was filed in this office on the 20th day of July, 2015.



Scan to verify online.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 20th day of July, 2015.

*Elaine F. Marshall*

Secretary of State

Certification# C201519800800-1 Reference# C201519800800-1  
Verify this certificate online at [www.secretary.state.nc.us/verification](http://www.secretary.state.nc.us/verification)

TRADEMARK  
REEL: 005631 FRAME: 0946

C2015 198 00800

State of North Carolina  
 Department of the Secretary of State

## ARTICLES OF CONVERSION

Pursuant to §§ 55-11A-12, 57D-9-32, 59-73.22, or 59-1062 of the General Statutes of North Carolina, as applicable, the undersigned converting business entity does hereby submit these Articles of Conversion for the purpose of converting to a different business entity.

- The name of the converting business entity is Lincoln Financial Media Company of Georgia.
- The converting business entity is a (check one)  domestic corporation;  domestic limited liability company;  domestic limited partnership;  domestic registered limited liability partnership; or  domestic partnership.
- The mailing address of the converting entity prior to the conversion is:  
210 Interstate North Circle, Suite 100, Atlanta, GA 30339
- The name of the resulting business entity is: Entercom Atlanta, LLC
- The resulting business entity is a (check one)  foreign corporation;  foreign limited liability company;  foreign limited partnership;  foreign limited liability partnership; or  other partnership as defined in G.S. 59-36 not formed under the laws of North Carolina.
- The organization and internal affairs of the resulting business entity are governed by the laws of the state or country of Delaware
- The resulting business entity is not authorized to transact business or conduct affairs in this State. The mailing address of the resulting business entity is: 401 E. City Avenue, Suite 809, Bala Cynwyd, PA 19004  
\_\_\_\_\_. The resulting business entity will file a statement of any subsequent change in its mailing address with the North Carolina Secretary of State.
- A plan of conversion has been approved by the converting business entity as required by law.
- These articles will be effective upon filing, unless a date and/or time is specified: \_\_\_\_\_

This the 17<sup>th</sup> day of July, 2015.

Lincoln Financial Media Company of Georgia

*Name of Converting Entity*



*Signature*

Andrew P. Sutor, IV, Senior Vice President

*Type or Print Name and Title*

## NOTES:

- Filing fee is \$50. This document must be filed with the Secretary of State.  
CORPORATIONS DIVISION  
(Revised January, 2014)

P. O. BOX 29622

RALEIGH, NC 27626-0622  
(Form BE-16)