

## TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1  
Stylesheet Version v1.2

ETAS ID: TM449073

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	MERGER AND CHANGE OF NAME		
<b>EFFECTIVE DATE:</b>	06/12/2007		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
ABC Radio Holdings, Inc.		06/12/2007	Corporation: DELAWARE
<b>NEWLY MERGED ENTITY DATA</b>			
<b>Name</b>	<b>Execution Date</b>	<b>Entity Type</b>	
Alphabet Acquisition Corp.	06/12/2007	Corporation: DELAWARE	
<b>MERGED ENTITY'S NEW NAME (RECEIVING PARTY)</b>			
<b>Name:</b>	Alphabet Acquisition Corp.		
<b>Street Address:</b>	City Center West, 7201 West Lake Mead Blvd., Suite 400		
<b>City:</b>	Las Vegas		
<b>State/Country:</b>	NEVADA		
<b>Postal Code:</b>	89128		
<b>Entity Type:</b>	Corporation: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	2612685	WZZN	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	4159831200		
<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>	415-983-1274		
<b>Email:</b>	rburlingame@pillsburylaw.com		
<b>Correspondent Name:</b>	Robert B. Burlingame		
<b>Address Line 1:</b>	P.O. Box 2824		
<b>Address Line 2:</b>	Calendar/Docketing Department		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94126-2824		
<b>ATTORNEY DOCKET NUMBER:</b>	057273-0000014		
<b>NAME OF SUBMITTER:</b>	Robert B. Burlingame		
<b>SIGNATURE:</b>	/Robert B. Burlingame/		
<b>DATE SIGNED:</b>	10/30/2017		

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**Total Attachments: 4**

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**CERTIFICATE OF MERGER**  
**MERGING**  
**ALPHABET ACQUISITION CORP.**  
**WITH AND INTO**  
**ABC RADIO HOLDINGS, INC.**

\_\_\_\_\_  
Pursuant to Sections 228 and 251 of the General  
Corporation Law of the State of Delaware  
\_\_\_\_\_

ABC Radio Holdings, Inc. (formerly known as ABC Chicago FM Radio, Inc.), a Delaware corporation, and Alphabet Acquisition Corp., a Delaware corporation, do hereby certify:

FIRST: The names and states of incorporation of the constituent corporations to this merger are as follows:

ABC Radio Holdings, Inc.	-	Delaware
Alphabet Acquisition Corp.	-	Delaware

SECOND: An Agreement and Plan of Merger, dated as of February 6, 2006, as amended on November 19, 2006, by and among the constituent corporations, The Walt Disney Company and Citadel Broadcasting Corporation (the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with Sections 228 and 251 of the General Corporation Law of the State of Delaware.

THIRD: The name of the surviving corporation in the merger herein certified is ABC Radio Holdings, Inc. (the "Surviving Corporation"), which Surviving Corporation will continue its existence under the name Alphabet Acquisition Corp. upon the effective date of said merger, as set forth in paragraph SEVENTH herein, pursuant to the provisions of the General Corporation Law of the State of Delaware.

FOURTH: The Certificate of Incorporation, as amended, of the Surviving Corporation shall be amended and restated to read in its entirety as set forth on Exhibit A attached hereto.

FIFTH: The executed Merger Agreement is on file at the office of the Surviving Corporation at the following address:

c/o Citadel Broadcasting Corporation  
City Center West, Suite 400  
7201 West Lake Mead Boulevard  
Las Vegas, Nevada 89128

SIXTH: A copy of the agreement and plan of merger will be furnished by the Surviving Corporation, on request and without cost, to any stockholder of any constituent corporation.

SEVENTH: The merger between the aforesaid constituent corporations shall be effective upon the filing of this certificate.

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In WITNESS WHEREOF, this Certificate of Merger has been duly executed this  
12th day of June 2007.

ABC RADIO HOLDINGS, INC.

By: /s/ David K. Thompson  
Name: David K. Thompson  
Title: Vice President

ALPHABET ACQUISITION CORP.

By: /s/ Farid Suleman  
Name: Farid Suleman  
Title: Chief Executive Officer

Exhibit A

**AMENDED AND RESTATED**  
**CERTIFICATE OF INCORPORATION**  
**OF**  
**ALPHABET ACQUISITION CORP.**

**ARTICLE ONE**

The name of the corporation is Alphabet Acquisition Corp. (hereinafter called the "Corporation").

**ARTICLE TWO**

The address of the Corporation's registered office in the state of Delaware is 2711 Centerville Road, Suite 400, Wilmington, DE 19808, in the City of Wilmington, County of New Castle. The name of its registered agent at such address is Corporation Service Company.

**ARTICLE THREE**

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware.

**ARTICLE FOUR**

The total number of shares which the Corporation shall have the authority to issue is One Thousand Shares (1,000), all of which shall be shares of Common Stock, with a par value of One Cent (\$0.01) per share.

**ARTICLE FIVE**

The directors shall have the power to adopt, amend or repeal By-Laws, except as may be otherwise be provided in the By-Laws.

**ARTICLE SIX**

The Corporation expressly elects not to be governed by Section 203 of the General Corporation Law of the State of Delaware.

**ARTICLE SEVEN**

To the fullest extent permitted by the General Corporation Law of the State of Delaware as the same exists or may hereafter be amended, a director of this Corporation shall not be liable to the Corporation or its stockholders for monetary damages for a breach of fiduciary duty as a director. Any repeal or modification of this ARTICLE SEVEN shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

**ARTICLE EIGHT**

The Corporation reserves the right to amend or repeal any provisions contained in this Certificate of Incorporation from time to time and at any time in the manner now or hereafter prescribed by the laws of the State of Delaware, and all rights conferred upon stockholders and directors are granted subject to such reservation.

TRADEMARK