

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
 Stylesheet Version v1.2

ETAS ID: TM512319

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	11/14/2018		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
CBS Radio WLIF, LLC	FORMERLY CBS Radio WLIF Inc.	11/14/2018	Limited Liability Company: MARYLAND
RECEIVING PARTY DATA			
Name:	Entercom Operations, Inc.		
Street Address:	401 E. City Ave., Suite 809		
City:	Bala Cynwyd		
State/Country:	PENNSYLVANIA		
Postal Code:	19004		
Entity Type:	Corporation: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	1918374	WLIF	
CORRESPONDENCE DATA			
Fax Number:			
<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>			
Phone:	215-240-7479		
Email:	Timothy.Hegedus@entercom.com		
Correspondent Name:	Timothy Hegedus		
Address Line 1:	401 E. City Ave., Suite 809		
Address Line 4:	Bala Cynwyd, PENNSYLVANIA 19004		
NAME OF SUBMITTER:	Timothy Hegedus		
SIGNATURE:	/TIMOTHY HEGEDUS/		
DATE SIGNED:	03/01/2019		
Total Attachments: 7			
source=CBS Radio WLIF Inc. name change #page1.tif			
source=CBS Radio WLIF Inc. name change #page2.tif			
source=CBS Radio WLIF Inc. name change #page3.tif			
source=CBS Radio WLIF Inc. name change #page4.tif			

OP \$40.00 1918374

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source=42-43-CBS WLIF entities into Entercom Operations Inc.-DE-Merger (Survivor)#page1.tif

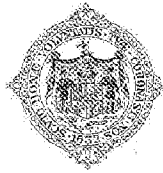
source=42-43-CBS WLIF entities into Entercom Operations Inc.-DE-Merger (Survivor)#page2.tif

TRADEMARK

REEL: 006578 FRAME: 0329

State of Maryland
Department of
Assessments and Taxation

Charter Division



Larry Hogan
Governor

Michael L. Higgs
Acting Director

Date: 01/02/2018

CSC-LAWYERS INCORPORATING SERVICE
COMPANY

7 ST. PAUL STREET
SUITE 820
BALTIMORE MD 21202

THIS LETTER IS TO CONFIRM ACCEPTANCE OF THE FOLLOWING FILING:

ENTITY NAME : CBS RADIO WLIF, LLC
DEPARTMENT ID : W18479337
TYPE OF REQUEST : ARTICLES OF CONVERSION
DATE FILED : 12-29-2017
TIME FILED : 11:17 AM
RECORDING FEE : \$100.00
EXPEDITED FEE : \$70.00
COPY FEE : \$23.00
FILING NUMBER : 1000362010893438
CUSTOMER ID : 0003611166
WORK ORDER NUMBER : 0004827743

PLEASE VERIFY THE INFORMATION CONTAINED IN THIS LETTER. NOTIFY THIS DEPARTMENT
IN WRITING IF ANY INFORMATION IS INCORRECT. INCLUDE THE CUSTOMER ID AND THE WORK
ORDER NUMBER ON ANY INQUIRIES.

Charter Division

Baltimore Metro Area (410) 767-1350
Outside Metro Area (888) 246-5941

301 West Preston Street-Room 801-Baltimore, Maryland 21201-2395
Telephone (410)767-4950 / Toll free in Maryland (888)246-5941
MRS (Maryland Relay Service) (800)735-2258 TTY/Voice

0010952314

CACCP

ENTITY TYPE: ENTITIES OTHER THAN CORPORATIONS
EFFECTIVE DATE: 12-29-2017
PRINCIPAL OFFICE: SUITE 820
7 ST. PAUL STREET
BALTIMORE MD 21202
RESIDENT AGENT: CSC-LAWYERS INCORPORATING SERVICE
COMPANY
7 ST. PAUL STREET
SUITE 820
BALTIMORE MD 21202

COMMENTS:
THIS INDICATES CONVERSION TO:
SURVIVOR:
(W18479337) CBS RADIO WLIF, LLC.

CONVERTED ENTITY:
(D02137123) CBS RADIO WLIF, INC.

EFFECTIVE 12/31/2017 @ 10:00 PM

ARTICLES OF CONVERSION
OF
CBS Radio WLIF Inc.
(a Maryland corporation)

INTO

CBS Radio WLIF, LLC
(a Maryland limited liability company)

RECEIVED
JAN DEC 29 2 11 16

THIS IS TO CERTIFY THAT:

FIRST: CBS Radio WLIF Inc., a Maryland corporation ("Converting Corporation"), whose Articles of Incorporation were filed with the Maryland State Department of Assessments and Taxation ("SDAT") on May 20, 1986, agrees to be converted to a Maryland limited liability company.

SECOND: The Converting Corporation will be converted to CBS Radio WLIF, LLC, a Maryland limited liability company ("Converted Entity"), which was organized in the State of Maryland.

THIRD: Pursuant to § 3-902 of the Maryland General Corporation Law ("MGCL"), the conversion has been approved in accordance with the provisions of the MGCL and in accordance with the requirements set forth in the Converting Corporation's charter.

FOURTH: The conversion shall take effect on December 31, 2017 at 10:00 p.m. ("Effective Date").

FIFTH: Upon the Effective Date, the Converting Corporation shall be converted into the Converted Entity; the Converted Entity shall possess any and all purposes and powers of the Converting Corporation; and all leases, licenses, property, rights, privileges, and powers of whatever nature and description of the Converting Corporation shall be transferred to, vested in, and devolved upon the Converted Entity, without further act or deed, subject to all of the debts and obligations of the Converting Corporation. On the Effective Date, each share of common stock of the Converting Corporation shall be converted into a half percent (0.1%) of the membership interests of the Converted Entity, without the necessity of any action on the part of the holder.

From and after the Effective Date, each holder of an outstanding certificate or certificates which prior to the Effective Date represented shares of common stock of the Converting Corporation, shall, upon surrender of the same, be entitled to receive in exchange for those certificates, corresponding percentages of membership interest, of the Converted Entity as set forth in and evidenced by the operating agreement of the Converted Entity. Until so surrendered, each such outstanding certificate which prior to the Effective Date represented shares of the Converting Corporation, shall be deemed for all corporate purposes, to evidence the ownership of a percentage of membership interests of the Converted Entity into

4290526.3

985870-15 EYR

STATE OF MARYLAND

I hereby certify that this is a true and complete copy of the _____ page document on file in this office dated _____

STATE DEPARTMENT OF ASSESSMENTS AND TAXATION

Clerk

THIS stamp certifies our previous certification was correct. Effective: 6/10

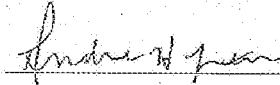
which such shares of stock of the Converting Corporation shall have been so converted. However, until the certificates which prior to the Effective Date represented shares of stock of the Converting Corporation have been surrendered, the holder shall not be entitled to receive any dividend or other distribution, if any, payable to the Converted Entity's members. All dividends or other distributions, if any, will be accrued and paid, without interest, to the stockholder upon surrender of the certificate or certificates which represented shares of stock of the Converting Corporation.

SIXTH: Each undersigned President and Authorized Person acknowledges these Articles of Conversion to be the act of the respective party on whose behalf that President and Authorized Person has signed, and further, as to all matters or facts required to be verified under oath, each President and Authorized Person acknowledges that to the best of her or its knowledge, information and belief, these matters and facts relating to the related entity on whose behalf that person has signed are true in all material respects and that this statement is made under the penalties for perjury.

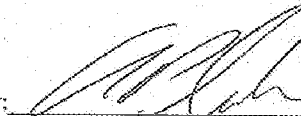
IN WITNESS WHEREOF, these Articles of Conversion have been duly executed by the parties this 2nd day of December, 2017.

ATTEST:

CBS Radio WLIF Inc.



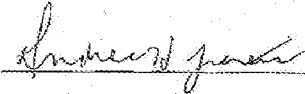
By:



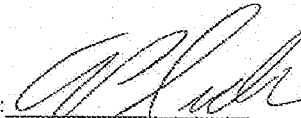
Andrew P. Sutor, IV, Executive Vice President

ATTEST:

CBS Radio WLIF, LLC



By:



Andrew P. Sutor, IV, Executive Vice President

CUST ID:0003611186
WORK ORDER:0004827743
DATE:01-02-2018 01:05 PM
AMT. PAID:\$2,113.00

ETN192361_1

CORPORATE CHARTER APPROVAL SHEET

** EXPEDITED SERVICE **

** KEEP WITH DOCUMENT **

DOCUMENT CODE 20 BUSINESS CODE _____

Close _____ Stock _____ Nonstock _____

S.A. _____ Religious _____
~~Converting~~ CBS Radio
~~Merging (Transferee)~~ WLIF Inc.
D 02137123

~~Resulting~~ CBS Radio
~~Merging (Transferee)~~ WLIF, LLC

Affix Barcode Label Here

Affix Barcode Label Here

New Name _____

FEES REMITTED

Base Fee:	<u>180</u>
Org. & Cap. Fee:	<u>70</u>
Expedite Fee:	
Penalty:	
State Recordation Tax:	
State Transfer Tax:	
Certified Copies:	<u>23</u>
Copy Fee:	
Certificates:	
Certificate of Status Fee:	
Personal Property Filings:	
Mail Processing Fee:	
Other:	
TOTAL FEES:	<u>193</u>

Credit Card _____ Check _____ Cash _____

Documents on _____ Checks _____

Approved By: _____

Keyed By: _____

COMMENT(S):

Effective Date
12/31/17
at 10:00 pm

Change of Name
 Change of Principal Office
 Change of Resident Agent
 Change of Resident Agent Address
 Resignation of Resident Agent
 Designation of Resident Agent
 and Resident Agent's Address
 Change of Business Code

Adoption of Assumed Name

Other Change(s)

Code 871

Attention: _____

Mail: Names and Address

CUST ID: 0003611166
 WORK ORDER: 0004827743
 DATE: 01-02-2018 01:05 PM
 AMT. PAID: \$2,113.00

TRADEMARK

REEL: 006578 FRAME: 0334

Delaware

The First State

Page 1

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 MERGER, WHICH MERGES:

"CBS RADIO WLIF, LLC", A MARYLAND CORPORATION,

"CBS RADIO WLIF-AM, LLC", A MARYLAND CORPORATION,

WITH AND INTO "ENTERCOM OPERATIONS, INC." UNDER THE NAME OF
"ENTERCOM OPERATIONS, INC.", A CORPORATION ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF NOVEMBER, A.D.
2018, AT 2:11 O`CLOCK P.M.

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




Jeffrey W. Bullock, Secretary of State

2341272 8100M
SR# 20187637591

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

Authentication: 203918466
Date: 11-16-18

TRADEMARK
REEL: 006578 FRAME: 0335

Certificate Of Merger

Of

CBS Radio WLIF, LLC
And
CBS Radio WLIF-AM, LLC

Into

Entercom Operations, Inc.

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:11 PM 11/14/2018
FILED 02:11 PM 11/14/2018
SR 20187637591 - File Number 2341272

Pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law, the undersigned corporation executed the following Certificate of Merger:

1. The name of the surviving corporation is: ***Entercom Operations, Inc.***, a Delaware Corporation, and the names of the limited liability companies being merged into this surviving corporation are: ***CBS Radio WLIF, LLC***, a Maryland limited liability company and ***CBS Radio WLIF-AM, LLC***, a Maryland limited liability company.
2. An Agreement of Merger has been Approved, Adopted, Executed, Certified and Acknowledged by the surviving corporation and each of the merging limited liability companies.
3. The name of the surviving corporation is ***Entercom Operations, Inc.***, a Delaware corporation.
4. This Certificate of Merger shall be effective at 11:00 p.m. on November 13, 2018, for accounting purposes only.
5. The Certificate of Incorporation of the surviving corporation shall be its Certificate of Incorporation.
6. The executed Agreement of Merger is on file at the principal place of business of the surviving corporation at 401 E. City Avenue, Suite 809, Bala Cynwyd, PA 19004.
7. Copies of the Agreement of Merger will be furnished by the surviving corporation on request, and without cost, to any stockholder of the constituent corporation or member of any constituent limited liability company.

IN WITNESS WHEREOF, ***Entercom Operations, Inc.*** has caused this Certificate to be signed by its Executive Vice President on the 13th day of November, 2018.

Entercom Operations, Inc.

By: 

Name: Andrew P. Sutor, IV

Title: Executive Vice President