

01-23-2009



T

Atty. Docket No.: 171135

To the Honorable Commissioner of Patents

103544762

attached original documents or copy thereof.

1. Name of conveying party(ies):

Clear Channel Management Services, LP.

2. Name and address of receiving party(ies):

Name: **Clear Channel Management Services, Inc.**

Internal Address:

Additional name(s) of conveying party(ies) Yes No

3. Nature of conveyance:

- Assignment Merger
- Security Agreement Change of Name
- Other _____

Street Address: **1200 East Basse Road**

City: **San Antonio** State: **TX** ZIP: **75093**

Execution Date: December 23, 2008

Additional name(s) & addresses(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

09/143,586
09/215,779
09/215,922

B. Patent No.(s)

6,260,047
6,253,187
6,061,691

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: **Sean S. Wooden**
ANDREWS KURTH LLP
INTELLECTUAL PROPERTY DEPARTMENT
1350 I Street, NW
Suite 1100
Washington, DC 20005

6. Total number of applications and patents involved: 8

7. Total fee (37 CFR 3.41):.....\$ 320.00

- Enclosed - Any excess or insufficiency should be credited or debited to deposit account
- Authorized to be charged to deposit account

8. Deposit account number:

50-2849

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

01/22/2009 DBYRNE 00000014 502849 09143586

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Sean S. Wooden, Reg. No. 43,997

Name of Person Signing

Signature

January 12, 2009

Date

Total number of pages including cover sheet, attachments, and document: 13

Additional Application number(s) or patent number(s) in reference to recordation of assignment document for attorney Docket No. 171135:

A. Patent Application No.(s)

B. Patent No.(s)

09/884,979

6,567,824

10/162,263

6,920,464

10/880,669

11/139,875

11/981,689

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Hope Andrade
Secretary of State

Office of the Secretary of State

December 23, 2008

Capitol Services Inc
P O Box 1831
Austin, TX 78767 USA

RE: Clear Channel Management Services, Inc.
File Number: 801066121

It has been our pleasure to approve and place on record the filing instrument effecting a conversion. The appropriate evidence is attached for your files. Payment of the filing fee is acknowledged by this letter.

If we can be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure

Phone: (512) 463-5555
Prepared by: Lisa Jones

Come visit us on the internet at <http://www.sos.state.tx.us/>
Fax: (512) 463-5709
TID: 10337

Dial: 7-1-1 for Relay Services
Document: 240739340002

PATENT
REEL: 022151 FRAME: 0441



Office of the Secretary of State

CERTIFICATE OF CONVERSION

The undersigned, as Secretary of State of Texas, hereby certifies that a filing instrument for

Clear Channel Management Services, L.P.
File Number: 800096192

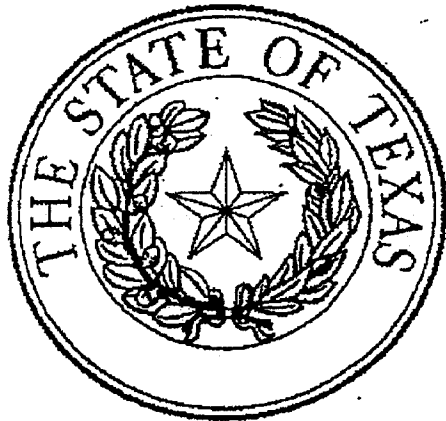
Converting it to

Clear Channel Management Services, Inc.
File Number: 801066121

has been received in this office and has been found to conform to law. ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing the acceptance and filing of the conversion on the date shown below.

Dated: 12/22/2008

Effective: 12/31/2008 @ 10:57 p.m.



A handwritten signature in cursive script, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State



Office of the Secretary of State

**CERTIFICATE OF FILING
OF**

Clear Channel Management Services, Inc.
File Number: 801066121

The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic For-Profit Corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 12/22/2008

Effective: 12/31/2008



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade
Secretary of State

DEC 22 2008

**CERTIFICATE OF CONVERSION
OF
CLEAR CHANNEL MANAGEMENT SERVICES, L.P.**

Corporations Section

December 21, 2008

Pursuant to the provisions of Section 2.15 of the Texas Revised Limited Partnership Act (the "*TRLPA*") and Article 10.101 of the Texas Business Organizations Code (the "*TBOC*"), Clear Channel Management Services, L.P., a Texas limited partnership (the "*Partnership*"), certifies the following Certificate of Conversion (the "*Certificate*") for the purpose of effecting a conversion of the Partnership into a Texas corporation in accordance with the *TRLPA* and the *TBOC*:

ARTICLE I

The name of the converting entity is Clear Channel Management Services, L.P., a Texas limited partnership.

ARTICLE II

A plan of conversion has been approved. Pursuant to the plan of conversion, the Partnership shall be converted into Clear Channel Management Services, Inc. ("*CCMS*"), a corporation formed under the laws of the State of Texas, the converted entity.

ARTICLE III

An executed copy of the plan of conversion is on file at the principal place of business of the Partnership, 200 E. Basse Road, San Antonio, Texas 78209, and an executed plan of conversion will be on file, from and after the conversion, at the principal place of business of *CCMS*, 200 E. Basse Road, San Antonio, Texas 78209.

ARTICLE IV

A copy of the plan of conversion will be furnished by the Partnership (prior to the conversion) or *CCMS* (after the conversion), on written request and without cost, to any shareholder, or partner of the Partnership or *CCMS*.

ARTICLE V

The approval of the plan of conversion was duly authorized by all action required by the laws under which the Partnership was organized and by its constituent documents.

ARTICLE VI

CCMS is responsible for the payment of all fees and franchise taxes of the converting entity.

ARTICLE VII

The Certificate of Formation of CCMS is attached hereto as Exhibit A.

ARTICLE VIII

This Certificate becomes effective at a later time, which is not more than ninety (90) days from the date of signing. The delayed effective time is 10:57 p.m., Central Standard Time, (11:57 p.m., Eastern Standard Time) December 31, 2008.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Certificate to be duly executed on the 12th day of December 2008.

CLEAR CHANNEL MANAGEMENT SERVICES,
L.P.

By: CLEAR CHANNEL GP, LLC,
its general partner

By: Scott T. Bick
Scott T. Bick, Vice President/Corporate Tax

EXHIBIT A

CERTIFICATE OF FORMATION

2383616.1

DEC 22 2008

Corporations Section

**CERTIFICATE OF FORMATION
OF
CLEAR CHANNEL MANAGEMENT SERVICES, INC.**

Pursuant to the provisions of the Texas Business Organizations Code (the "*TBOC*"), and pursuant to the plan of conversion and certificate of conversion approved in accordance with the TBOC, this Certificate of Formation is filed with the Secretary of State of the State of Texas.

ARTICLE I

The name of the filing entity is Clear Channel Management Services, Inc. (the "*Corporation*").

ARTICLE II

The Corporation is a domestic for-profit corporation.

ARTICLE III

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be organized under the laws of the State of Texas.

ARTICLE IV

The aggregate number of shares that the Corporation shall have authority to issue is one-thousand (1,000) shares of common stock, par value \$0.01 each.

ARTICLE V

The street address of the initial registered office of the Corporation is 701 Brazos Street, Suite 1050, Austin, Texas 78701, and the name of the Corporation's initial registered agent at such address is Corporation Service Company.

ARTICLE VI

The number of directors constituting the initial Board is three (3), and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are duly elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
L. Lowry Mays	200 E. Basse Road San Antonio, Texas 78209
Randall T. Mays	200 E. Basse Road San Antonio, Texas 78209

ARTICLE VII

No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for an act or omission in the director's capacity as a director, except for liability for any of the following:

- (a) a breach of the director's duty of loyalty to the Corporation or its shareholders;
- (b) an act or omission not in good faith that constitutes a breach of the director's duty to the Corporation;
- (c) an act or omission not in good faith that involves intentional misconduct or a knowing violation of the law;
- (d) a transaction from which the director received an improper benefit, regardless of whether the benefit resulted from an action taken within the scope of the director's duties; or
- (e) an act or omission for which the director's liability is expressly provided by an applicable statute.

If the TBOC is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the TBOC, as so amended. Any repeal or modification of this Article VII shall be prospective only and shall not adversely affect any limitation on the personal liability of a director at the time of such repeal or modification.

ARTICLE VIII

The Corporation shall indemnify its directors and officers from and against any and all liabilities, costs and expenses incurred by them in such capacities as and to the fullest extent permitted under the TBOC, as presently in effect and as hereafter amended, and shall have the power to purchase and maintain liability insurance for those persons or make other arrangements on such person's behalf as and to the fullest extent permitted by the TBOC, as presently in effect and as hereafter amended.

ARTICLE IX

The Corporation is formed under a plan of conversion. The following information relates to the converting entity:

Name: Clear Channel Management Services, L.P.
Address: 200 E. Basse Road, San Antonio, Texas 78209
Date of formation: 6/20/2002
Prior form of organization: Limited Partnership
Jurisdiction of organization: Texas

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Formation to be duly executed on the 12th day of December 2008.

CLEAR CHANNEL MANAGEMENT SERVICES, L.P.

By: CLEAR CHANNEL GP, LLC,
its general partner

By: *Scott T. Bick*
Scott T. Bick, Vice President/Corporate Tax