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02-11-2000

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OMB No. 0651-0011 (Rev. 1-94)

RECEIVED



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Tab settings

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Citadel Communications Corporation

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

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

3. Nature of conveyance:

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

Execution Date: April 26, 1994

2. Name and address of receiving party(ies)

Name: Citadel Broadcasting Company

Internal Address: City Center West

Street Address: 7201 West Lake Mead Blvd. Suite 400

City: Las Vegas State: NV ZIP: 89128

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Nevada
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from assignment)

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

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

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

1,808,007

Additional numbers attached? Yes No

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

Name: Diane R. Meyers

Internal Address: Eckert Seamans Cherin & Mellott, LLC

Street Address: 600 Grant Street, 44th Floor

City: Pittsburgh State: PA ZIP: 15219

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41).....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

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

02/11/2000 T10N11 00000031 1000007

DO NOT USE THIS SPACE

01 FC:401 (40.00 DP)

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.

Diane R. Meyers
Name of Person Signing

Signature

January 14, 2000
Date

Total number of pages including cover sheet, attachments, and document: 7

CERTIFICATE OF AMENDMENT TO
CERTIFICATE OF INCORPORATION
OF
CITADEL COMMUNICATIONS CORPORATION

Pursuant to the provisions of Section 78.390 of the Nevada Revised Statutes, the Certificate of Incorporation is amended as follows:

ARTICLE I of the Certificate of Incorporation of the corporation is amended in its entirety to read as follows:

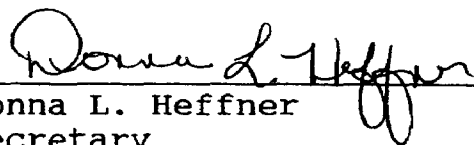
ARTICLE I
NAME OF THE CORPORATION

The name of this corporation is Citadel Broadcasting Company.

The foregoing amendment was adopted by written consent of the sole stockholder of the corporation on April 25, 1994. All of the 40,000 outstanding shares of Common Stock of the corporation were voted in favor of the amendment.

DATED: April 26, 1994.

Lawrence R. Wilson
President



Donna L. Heffner
Secretary

STATE OF MONTANA)
) ss.
County of _____)

26 The foregoing instrument was acknowledged before me this day of April, 1994, by Lawrence R. Wilson.

Notary Public

My Commission Expires:

STATE OF ARIZONA)
) ss.
County of Maricopa)

26 The foregoing instrument was acknowledged before me this day of April, 1994, by Donna L. Heffner.

Jami L. Erickson
Notary Public

My Commission Expires:
Sept 28, 1997

199793
7056-0001

SENT BY:
RECEIVED:

4-28-84 ; 2:25PM ; GALLAGHER & KENNEDY-
4-25-84 ; 1:30PM ; GALLAGHER & KENNEDY-

4/13
406 837 5373;#13/18

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

APR 29 1994

CYRIL A. LAU SECRETARY OF STATE

**CERTIFICATE OF AMENDMENT TO
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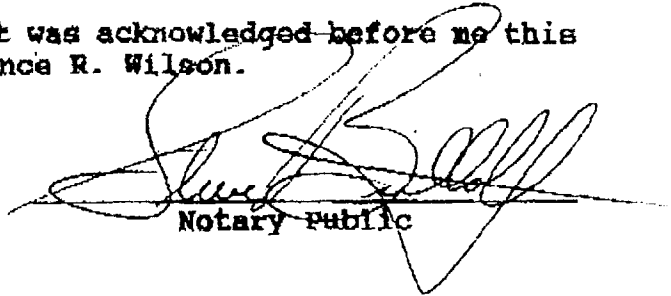
SENT BY:
SENT BY:

4-28-94 : 2:26PM : GALLAGHER & KENNEDY-
4-25-94 : 1:50PM : GALLAGHER & KENNEDY-

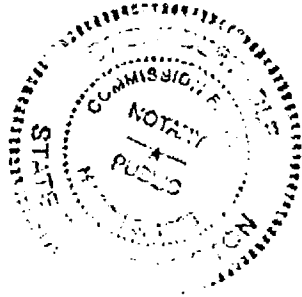
5/12
406 837 5373;#14/18

STATE OF ^{WASHINGTON} MONTANA)
County of Spokane) ss.

26th The foregoing instrument was acknowledged before me this day of April, 1994, by Lawrence R. Wilson.


Notary Public

My Commission Expires:
4/3/95



STATE OF ARIZONA)
County of Maricopa) ss.

The foregoing instrument was acknowledged before me this ___ day of April, 1994, by Donna L. Heffner.

Notary Public

My Commission Expires:

1987-01
7056-0001

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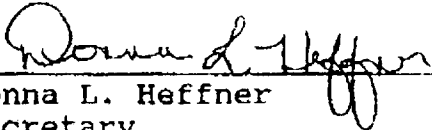
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Sept 28, 1997

199793
7066-0001

IN THE STATE OF ARIZONA

4