

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Conversion		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
AMFM MICHIGAN, INC.		12/02/2001	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	AMFM MICHIGAN, LLC		
Street Address:	200 East Basse Road		
City:	San Antonio		
State/Country:	TEXAS		
Postal Code:	78209		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	2694837	PHONE SCAMS	
Registration Number:	2137981	THE BREAKFAST CLUB	
Registration Number:	2527555	WAR OF THE ROSES	
CORRESPONDENCE DATA			
Fax Number:	(210)226-8395		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	210-554-5450		
Email:	ipdocket@coxsmith.com		
Correspondent Name:	Pamela B. Huff		
Address Line 1:	112 East Pecan Street, Suite 1800		
Address Line 2:	Cox Smith Matthews Incorporated		
Address Line 4:	San Antonio, TEXAS 78205		
ATTORNEY DOCKET NUMBER:	22187.2		
NAME OF SUBMITTER:	Pamela B. Huff		

OP \$90.00 2694837

Signature:	/pbhuff35901/
Date:	03/10/2008
Total Attachments: 5 source=AMFMMIINCtoAMFMMILLC#page1.tif source=AMFMMIINCtoAMFMMILLC#page2.tif source=AMFMMIINCtoAMFMMILLC#page3.tif source=AMFMMIINCtoAMFMMILLC#page4.tif source=AMFMMIINCtoAMFMMILLC#page5.tif	

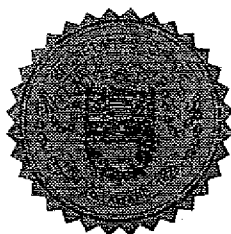
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 DELAWARE CORPORATION UNDER THE NAME OF "AMFM MICHIGAN, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "AMFM MICHIGAN, INC." TO "AMFM MICHIGAN, LLC", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF CONVERSION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 11:59 O'CLOCK P.M.



2927686 8100V

010675040

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1536509

DATE: 01-02-02

TRADEMARK

REEL: 003735 FRAME: 0645

**CERTIFICATE OF CONVERSION
FROM A CORPORATION TO A LIMITED LIABILITY COMPANY
OF AMFM MICHIGAN, INC.
TO AMFM MICHIGAN, LLC**

AMFM Michigan, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify:

1. The name of the Corporation is AMFM Michigan, Inc. The Corporation was originally incorporated under the name "Chancellor Media Corporation of Michigan" and changed its name to "AMFM Michigan, Inc." on January 14, 2000.
2. The date on which the original Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware is July 30, 1998.
3. The name of the limited liability company into which the Corporation is herein being converted is AMFM Michigan, LLC (the "Limited Liability Company"), as set forth in its Certificate of Formation.
4. Subject to the provisions of paragraph 7 hereof, the conversion of the Corporation into the Limited Liability Company shall be effective upon the filing of this Certificate of Conversion from a Corporation to a Limited Liability Company ("Certificate of Conversion") and a Certificate of Formation with the Secretary of State of the State of Delaware.
5. The conversion has been approved in accordance with the provisions of Section 266 of the General Corporation Law of the State of Delaware, and this Certificate of Conversion is filed pursuant thereto.
6. The conversion has also been approved in accordance with the provisions of Section 18-214 of the Delaware Limited Liability Company Act and this Certificate of Conversion is additionally filed pursuant thereto. AMFM Broadcasting, the sole member of the Limited Liability Company, is joining in the execution hereof for such purpose.
7. Pursuant to the provisions of Section 103(d) of the General Corporation Law of the State of Delaware, this Certificate of Conversion shall become effective at 11:59 p.m., on December 31, 2001.

328149.1

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:30 PM 12/28/2001
010675040 - 2927686

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion as of the ~~26~~²⁸ day of December, 2001.

AMFM MICHIGAN, INC.

By: 
Richard W. Wolf, Vice President

The undersigned, the sole member of AMFM Michigan, LLC, has also executed this Certificate of Conversion for the purposes set forth in paragraph 6 above.

AMFM BROADCASTING, LLC,
as the sole member of AMFM Michigan, LLC

By: 
Richard W. Wolf, Vice President

Delaware

PAGE 2

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "AMFM MICHIGAN, LLC" FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2001, AT 3:30 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF FORMATION IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2001, AT 11:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2927686 8100V

010675040

AUTHENTICATION: 1536509

DATE: TRADEMARK

REEL: 003735 FRAME: 0648

CERTIFICATE OF FORMATION

OF

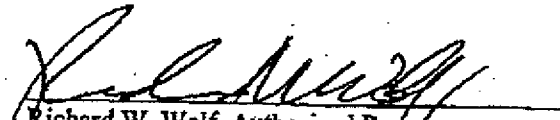
AMFM MICHIGAN, LLC

This Certificate of Formation of AMFM Michigan, LLC (the "Company") is being executed by the undersigned for the purpose of forming a limited liability company pursuant to the Delaware Limited Liability Company Act.

1. The name of the limited liability company is AMFM Michigan, LLC.
2. The address of the registered office of the Company in the State of Delaware is 1209 Orange Street, Wilmington, Delaware 19801. The name of the registered agent of the Company at such address is The Corporation Trust Company.

This Certificate of Conversion shall become effective at 11:59 p.m., on December 31, 2001.

IN WITNESS WHEREOF, the undersigned, an authorized person of the Company, has caused this Certificate of Formation to be duly executed this 28th day of December, 2001.


Richard W. Wolf, Authorized Person

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 03:30 PM 12/28/2001
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