

Delaware

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The First State

I, HARRIET SMITH WINDSOR, 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:

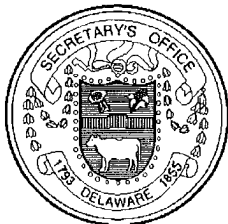
"WS2K ACQUISITION B LLC", A DELAWARE LIMITED LIABILITY COMPANY,

WITH AND INTO "WS2K ACQUISITION A LLC" UNDER THE NAME OF "WS2K RADIO LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE FIFTEENTH DAY OF JULY, A.D. 2008, AT 11:25 O'CLOCK A.M.

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



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6727886

DATE: 07-15-08

**CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Company Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is WS2K ACQUISITION A LLC and the name of the limited liability company being merged into this surviving limited liability company is WS2K ACQUISITION B LLC.

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is WS2K RADIO LLC.

FOURTH: The merger is to become effective on July 15, 2008.

FIFTH: The Agreement of Merger is on file at 32 East 64th Street, New York, NY, the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 15th day of July, 2008.

By: /s/ Ron B. Sitton
Ron B. Sitton
Authorized Person