

CITADEL BROADCASTING CORP

Form 8-K

November 07, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, DC 20549**

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**FORM 8-K**

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**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported): November 1, 2007**

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**CITADEL BROADCASTING**  
**CORPORATION**

**(Exact Name of Registrant as Specified in Its Charter)**

**DELAWARE**  
**(State or Other Jurisdiction of**

**Incorporation)**

**001-31740**  
**(Commission File Number)**

**51-0405729**  
**(IRS Employer Identification No.)**

**City Center West, Suite 400**

**7201 West Lake Mead Blvd.**

**Las Vegas, Nevada 89128**

**(Address of Principal Executive Offices, Including Zip Code)**

**(702) 804-5200**

**(Registrant's Telephone Number, Including Area Code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**ITEM 5.03. AMENDMENTS TO ARTICLES OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR.**

On November 1, 2007, the Board of Directors of Citadel Broadcasting Corporation (the Company ) amended the Company's Amended and Restated Bylaws (the Bylaws ) effective as of such date. The amendments revise Article V of the Bylaws to permit the issuance and transfer of uncertificated shares. Amendment No. 1 to the Company's Bylaws is attached as Exhibit 3.1 and the foregoing description is qualified by reference to the actual text of that amendment.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits.

**Exhibit**

<b>Number</b>	<b>Description</b>
3.1	Amendment No. 1 to the Amended and Restated Bylaws of the Company

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**CITADEL BROADCASTING CORPORATION**

Date: November 7, 2007

By: /s/ Jacquelyn J. Orr

Name: Jacquelyn J. Orr

Title: General Counsel & Vice President