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**RECORDATION FORM COVER SHEET
TRADEMARKS ONLY**

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date: _____
- Merger
- Change of Name
- Other: _____

Conveying Party

Mark if additional names of conveying parties attached

Execution Date:

Name: Motient Corporation

December 20, 2000

Formerly: _____

- Individual General Partnership Limited Partnership Corporation Association
- Other: _____
- Citizenship / State of Incorporation / Organization: Delaware

Receiving Party

Mark if additional names of conveying parties attached

Name: Aether Systems, Inc.

DBA/AKA/TA: _____

Composed of: _____

Address (line 1): 11460 Cronridge Drive

Address (line 2): _____

Address (line 3): Owings Mills MD 21117
City State / Country Zip Code

- Individual General Partnership Limited Partnership If document is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached.
- Corporation Association
- Other: _____
- Citizenship / State of Incorporation / Organization: Delaware

FOR OFFICE USE ONLY

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, DC. 20231

Domestic Representative (for the first Receiving Party Only)

Name: _____

Address (line 1): _____

Address (line 2): _____

Address (line 3): _____

Address (line 4): _____

Correspondent Name and Address (for the first Receiving Party Only)

Name: Syreeta Anderson

Address (line 1): ARNOLD & PORTER

Address (line 2): 555 12th Street N.W.

Address (line 3): Suite 1226.4

Address (line 4): Washington, DC 20004-1202

Pages Enter the total number of pages of the attached conveyance document including any attachments: 2

Trademark Application Number(s) or Registration Number(s) Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property)

Trademark Application Number(s)

75748489
75748490
76045051

Registration Number(s)

Number of Properties Enter the total number of properties involved: 3

Fee Amount Fee Amount for Properties Listed (37 C.F.R. 3.41) \$90

Method of Payment Enclosed Deposit Account

Deposit Account Number: 01-2510

Authorization to charge additional fees: Yes No

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. Charges to deposit account are authorized, as indicated herein.

James T. Walsh, Esq.

12/27/00

ASSIGNMENT

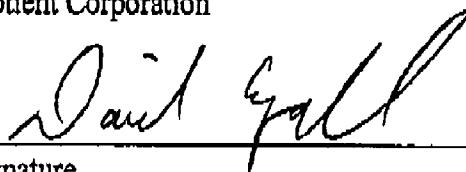
WHEREAS, MOTIENT CORPORATION, a Delaware corporation located at 10802 Parkridge Boulevard, Reston, VA 20191 ("Assignor"), was the owner of the trademarks MOBILEMAX, MOBILEMAX2 and PRO2000 and certain applications to register these marks in the U.S. Patent & Trademark Office, identified in Attachment A.

WHEREAS, AETHER SYSTEMS, INC., a Delaware corporation located at 11460 Cronridge Drive, Owings Mills, MD 21117 ("Assignee") was desirous of acquiring all of Assignor's worldwide rights in and to the Marks;

NOW, THEREFORE, for good and valuable consideration, the receipt of which is hereby acknowledged, Assignor hereby confirms that it has irrevocably assigned to the Assignee all of its worldwide right, title and interest in and to the Marks, including the U.S. applications identified in Attachment A, together with the goodwill of the business symbolized thereby or in the case of any application under §1(b) of the Trademark Act for which a verified statement of use has not yet been filed, assignment is to a successor to the business of the applicant or the portion of the business to which the marks pertain. This document confirms the assignment which occurred on November 29, 2000.

The undersigned, being hereby warned that willful false statements and the like so made are punishable by fine or imprisonment, or both, under 18 U.S.C. §1001, and that such willful false statements may jeopardize the validity of this document, declares that all statements made of his/her own knowledge are true; and that all statements made on information and belief are believed to be true.

Motient Corporation



Signature

David H. Engvall

Name (print)

Vice President

Title

December 20, 2000

Date: