

3/25/02

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Form PTO-1594 (Rev. 03/01) OMB No. 0651-0027 (exp. 5/31/2002)		FINANCE SEC <div style="display: flex; justify-content: space-around; align-items: center;"> 04-15-2002 </div>		T U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office	
To the Honorable Commissioner of		102055451		ted original documents or copy thereof.	
1. Name of conveying party(ies): Cricket Communications, Inc. <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Individual(s) <input type="checkbox"/> General Partnership <input checked="" type="checkbox"/> Corporation-State - Delaware <input type="checkbox"/> Other _____ </div> <div> <input type="checkbox"/> Association <input type="checkbox"/> Limited Partnership </div> </div>			2. Name and address of receiving party(ies) Name: <u>State Street Bank and Trust Company</u> Internal Address: _____ Street Address: <u>Two Avenue DeLafayette, 6th Floor</u> City: <u>Boston</u> State: <u>MA</u> Zip: <u>02111-1724</u> <input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation-State <u>Delaware</u> <input type="checkbox"/> Other _____ <small>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & Address(es) attached? <input type="checkbox"/> Yes <input type="checkbox"/> No</small>		
Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			3. Nature of conveyance: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Assignment <input checked="" type="checkbox"/> Security Agreement <input type="checkbox"/> Other _____ </div> <div> <input type="checkbox"/> Merger <input type="checkbox"/> Change of Name </div> </div>		
Execution Date: <u>March 21, 2002</u>			4. Application number(s) or registration number(s): <div style="display: flex; justify-content: space-between;"> <div>A. Trademark Application No.(s) <u>76/261,077</u></div> <div>B. Trademark Registration No.(s)</div> </div>		
Additional number(s) attached <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			5. Name and address of party to whom correspondence concerning document should be mailed: Name: <u>Thomas J. McWilliams, Esq.</u> Internal Address: <u>Reed Smith, LLP</u> Street Address: <u>2500 One Liberty Place, 1650 Market Street</u> City: <u>Philadelphia</u> State: <u>PA</u> Zip: <u>19103</u>		
6. Total number of applications and registrations involved: 1			7. Total fee (37 CFR 3.41)\$ <u>40.00</u> <input checked="" type="checkbox"/> Enclosed <input type="checkbox"/> Authorized to be charged to deposit account		
8. Deposit account number: <u>18-0536</u> (Attach duplicate copy of this page if paying by deposit account)			DO NOT USE THIS SPACE		
9. Statement and signature. <i>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.</i> <div style="display: flex; justify-content: space-between; align-items: flex-end;"> <div> <u>Thomas J. McWilliams</u> Name of Person Signing </div> <div style="text-align: center;"> Signature </div> <div> <u>March 25, 2002</u> Date </div> </div>					
Total number of pages including cover sheet, attachments, and document: 3					

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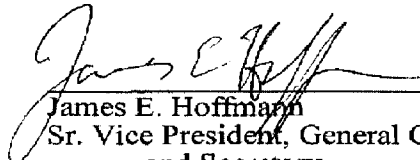
ACKNOWLEDGEMENT OF SECURITY INTEREST

As of March 22, 2002

CRICKET COMMUNICATIONS, INC., a Delaware Corporation (hereinafter "Cricket"), does hereby acknowledge that it has granted a security interest in the Trademark Applications, described on Schedule A attached hereto, to STATE STREET BANK AND TRUST COMPANY ("State Street"), to secure Cricket's obligations to State Street under the Security Agreement dated as of November 29, 1999, by and among Cricket, the Guarantors (as defined therein) and State Street.

Cricket Communications, Inc.

By:


James E. Hoffmann
Sr. Vice President, General Counsel
and Secretary

Date: 3/21/02

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March 21, 2002 12:47 PM

TRADEMARK
REEL: 002482 FRAME: 0902

SCHEDULE A

Mark

U.S. Serial Number

BEST SEATS IN THE HOUSE

76/261,078

MOST COMFORTABLE SEATS IN THE HOUSE

76/261,077

GRASSHOPPER

76/040,512

CRICKETPRO

76/366,393