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Form PTO-1594

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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FINANCE SECTION  
RECORDATION  
TRADEMARK



102073912

ENT OF COMMERCE  
and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): 4-22-02  
MobileStar Network Corporation

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-State Texas
- Other \_\_\_\_\_

Additional name(s) of conveying party(ies) attached?  Yes  No

3. Nature of conveyance:

- Assignment
- Merger
- Security Agreement
- Change of Name
- Other \_\_\_\_\_

Execution Date: April 3, 2002

2. Name and address of receiving party(ies)

Name: VoiceStream Wireless Corporation

Internal

Address: \_\_\_\_\_

Street Address: 12920 SE 38th Street

City: Bellevue State: WA Zip: 98006

Individual(s) citizenship \_\_\_\_\_

Association \_\_\_\_\_

General Partnership \_\_\_\_\_

Limited Partnership \_\_\_\_\_

Corporation-State Delaware

Other \_\_\_\_\_

If assignee is not domiciled in the United States, a domestic representative designation is attached:  Yes  No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached?  Yes  No

4. Application number(s) or registration number(s):

A. Trademark Application No.(s)

75/883,191

76/150,143

76/150,144

Additional number(s) attached  Yes  No

B. Trademark Registration No.(s)

2,540,688

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Jessica Stone Levy

Internal Address: Preston Gates & Ellis LLP

Street Address: 701 Fifth Ave., Suite 5000

City: Seattle State: WA Zip: 98104

6. Total number of applications and registrations involved: 4

7. Total fee (37 CFR 3.41).....\$ 115.00

Enclosed

Authorized to be charged to deposit account

8. Deposit account number: \_\_\_\_\_

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. 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.

Jessica Stone Levy  
Name of Person Signing

Jessica Stone Levy  
Signature

4/9/02  
Date

Total number of pages including cover sheet, attachments, and document: 5

Mail documents to be recorded with required cover sheet information to:  
Commissioner of Patent & Trademarks, Box Assignments  
Washington, D.C. 20231

04/30/2002 TDIAZ1 00000259 75883191

01 FC:481 40.00 OP

02 FC:482 75.00 OP

TRADEMARK  
REEL: 002495 FRAME: 0081

## ASSIGNMENT OF TRADEMARKS

WHEREAS, MOBILESTAR NETWORK CORPORATION, a Texas corporation ("Assignor"), is desirous of transferring its entire right, title and interest in and to the trademarks listed in Schedule A hereto, including the U.S. registrations and applications therefore listed in Schedule A hereto (collectively, the "Marks"); and

WHEREAS, VOICESTREAM WIRELESS CORPORATION, a Delaware corporation, (the "Assignee") having its principal offices at 12920 S.E. 38<sup>th</sup> Street, Bellevue, Washington 98006, contemporaneously with the execution of this assignment, is and will be the successor to the ongoing and existing business of Assignor to which the Marks pertain; and is desirous of acquiring said Marks and the good will symbolized thereby; and

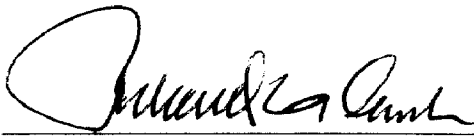
WHEREAS, the Asset Purchase Agreement entered into between the Assignor and the Assignee on November 5, 2001 contemplated the assignments of all Marks that were property of the Assignor to the Assignee; and

WHEREAS, on January 17, 2002, the United States Bankruptcy Court for the Northern District of Texas, Dallas Division entered an order that, among other things, approved the Asset Purchase Agreement and authorized the Assignor to execute and deliver all documents or instruments necessary to implement the provisions of the Asset Purchase Agreement;

NOW, THEREFORE, in consideration of the sum of one dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby assign and transfer Assignor's entire right, title and interest in and to the Marks, together with the goodwill of the business symbolized by the Marks, to Assignee.

MOBILESTAR NETWORK CORPORATION

Dated: 4-3-02  
3-14-02

By:   
Name: RICHARD G. ~~FRANCIS~~ COUCH RGL.  
Its: PRESIDENT & CEO

STATE OF CALIFORNIA )

COUNTY OF CONTRA COSTA )

3rd April (RA)

COUCH RGG

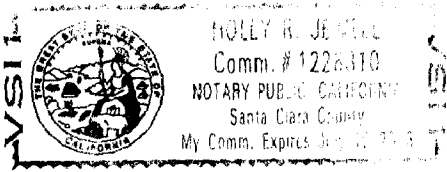
On the 19th day of March, 2002, before me appeared RICHARD G. CROUCH, the person who signed this instrument, who acknowledged that he is the Chief Executive Officer of MOBILESTAR NETWORK CORPORATION, and that he signed this instrument as a free act on behalf of the identified company with full authority to do so.

*Holly R. Jewell*

Print Name: Holly R. Jewell

Date: 4/3/2002

My commission expires: 7/10/2003



SCHEDULE A

REGISTERED:

MARKS	CLASS	SERIAL NO.
MOBILESTAR	9; 38; 42	2,540,688

PENDING APPLICATIONS:

MARKS	CLASS	SERIAL NO.
MOBILESTAR and Design	9; 38; 42	76/150,143
Star Design	9; 38; 42	76/150,144
QUIKLINK	42	75/883,191