

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/28/2008

**CONVEYING PARTY DATA**

Name	Formerly	Execution Date	Entity Type
Clearwire Corporation		11/26/2008	CORPORATION: DELAWARE

**RECEIVING PARTY DATA**

Name:	Clearwire Sub LLC
Street Address:	4400 Carillon Point
City:	Kirkland
State/Country:	WASHINGTON
Postal Code:	98033
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

**PROPERTY NUMBERS Total: 42**

Property Type	Number	Word Mark
Serial Number:	77155614	A SIMPLER WAY TO INTERNET
Serial Number:	77155616	A SIMPLER WAY TO INTERNET
Serial Number:	77155622	A SIMPLER WAY TO INTERNET
Serial Number:	77552877	CLEAR
Serial Number:	77622799	CLEAR
Serial Number:	77622804	
Serial Number:	77622810	
Serial Number:	77622802	CLEAR
Serial Number:	77622813	CLEAR WIMAX BY CLEARWIRE
Serial Number:	78570016	CLEARBUNDLE
Registration Number:	3055307	CLEARBUSINESS
Serial Number:	77192423	CLEARCARD
Serial Number:	77192424	CLEAR CARD

CH \$1065.00 77155614

Serial Number:	78736699	CLEARCAST
Registration Number:	3055306	CLEARCLASSIC
Serial Number:	78570028	CLEARENTERTAINMENT
Serial Number:	77553670	CLEARMAX
Serial Number:	77243712	CLEAR MEDIA
Serial Number:	78570030	CLEARMOBILE
Serial Number:	78570033	CLEARMOBILITY
Serial Number:	78570020	CLEARMOVIES
Serial Number:	78570025	CLEARMUSIC
Registration Number:	3345288	CLEARPLUGS
Registration Number:	3055305	CLEARPREMIUM
Serial Number:	78570023	CLEARTV
Registration Number:	3055308	CLEARVALUE
Serial Number:	78569029	CLEARVOICE
Registration Number:	3506382	CLEARWIFI
Serial Number:	78535394	CLEARWIFI
Registration Number:	2741551	CLEARWIRE
Registration Number:	3130740	CLEARWIRE
Registration Number:	2964098	CLEARWIRE
Serial Number:	77619788	LET'S BE CLEAR
Serial Number:	77357279	LIFE GOES ONLINE
Serial Number:	77355133	LIFE UNWIRED
Serial Number:	77258014	PERSONAL BROADBAND
Registration Number:	2654968	ROVER
Serial Number:	77420324	ROVER
Serial Number:	77420325	ROVER
Serial Number:	77622763	SUPER FAST MOBILE INTERNET
Serial Number:	77619791	THE NEW INTERNET
Serial Number:	78578618	VOICEMAX

**CORRESPONDENCE DATA**

Fax Number: (206)757-7700  
*Correspondence will be sent via US Mail when the fax attempt is unsuccessful.*  
Phone: (206) 757-8112  
Email: marshallnelson@dwt.com  
Correspondent Name: Marshall J. Nelson

Address Line 1: Davis Wright Tremaine LLP  
Address Line 2: 1201 Third Avenue, Suite 2200  
Address Line 4: Seattle, WASHINGTON 98101

ATTORNEY DOCKET NUMBER:

65187-8

NAME OF SUBMITTER:

Marshall J. Nelson

Signature:

/Marshall J. Nelson/

Date:

12/17/2008

**Total Attachments: 3**

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# 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:

"CLEARWIRE CORPORATION", A DELAWARE CORPORATION,  
WITH AND INTO "CLEARWIRE SUB LLC" UNDER THE NAME OF  
"CLEARWIRE SUB LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND  
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED  
AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF NOVEMBER, A.D.  
2008, AT 2:13 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF  
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF  
NOVEMBER, A.D. 2008, AT 1:15 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE  
NEW CASTLE COUNTY RECORDER OF DEEDS.

4547736 8100M

081149232

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6990857

DATE: 11-26-08

TRADEMARK  
REEL: 003905 FRAME: 0649

**CERTIFICATE OF MERGER  
OF  
CLEARWIRE CORPORATION  
a Delaware corporation  
INTO  
CLEARWIRE SUB LLC  
a Delaware limited liability company**

(Under Section 264 of the Delaware General Corporation Law and  
Section 18-209 of the Delaware Limited Liability Company Act)

Pursuant to the provisions of Title 8, Section 264 of the Delaware General Corporation Law and Title 6, Chapter 18, Section 209 of the Delaware Limited Liability Company Act, Clearwire Sub LLC, a Delaware limited liability company ("MergerSub"), executes and files this Certificate of Merger for the purpose of merging Clearwire Corporation, a Delaware corporation ("Clearwire Corporation"), with and into MergerSub and does hereby certify:

**FIRST:** The name and state of formation or organization of each of the constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
Clearwire Sub LLC	Delaware
Clearwire Corporation	Delaware

**SECOND:** The name of the surviving Delaware limited liability company is Clearwire Sub LLC.

**THIRD:** A Transaction Agreement and Plan of Merger dated as of May 7, 2008 (as amended, the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Chapter 18, Section 209 of the Delaware Limited Liability Company Act.

**FOURTH:** The Certificate of Formation of MergerSub, as now in force and effect, shall continue to be the Certificate of Formation of the surviving Delaware limited liability company.

**FIFTH:** The Limited Liability Company Agreement of MergerSub, as now in force and effect, shall continue to be the Limited Liability Company Agreement of the surviving Delaware limited liability company.

**SIXTH:** The current officers and manager of MergerSub shall continue to be the officers and manager of the surviving Delaware limited liability company.

**SEVENTH:** The merger of Clearwire Corporation into MergerSub shall be effective on November 28, 2008 at 1:15 a.m. Eastern Standard Time.

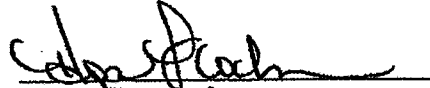
**EIGHTH:** The executed Merger Agreement is on file at 4400 Carillon Point, Kirkland, WA 98033, the office of the surviving Delaware limited liability company.

**NINTH:** A copy of the Merger Agreement will be furnished by the surviving Delaware limited liability company, on request and without cost, to any stockholder or member of any constituent entity.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger this 26<sup>th</sup> day of November, 2008.

CLEARWIRE SUB LLC, a Delaware  
limited liability company

By: CLEARWIRE COMMUNICATIONS LLC,  
its Manager



Name: Hope Cochran

Title: Senior Vice President, Finance and  
Treasurer

[Signature Page to the Certificate of Merger]