

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Suncom Wireless Operating Company, LLC		04/28/2011	Limited Liability Corporation: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	T-Mobile USA, Inc.		
<b>Street Address:</b>	12920 SE 38th Street		
<b>City:</b>	Bellevue		
<b>State/Country:</b>	WASHINGTON		
<b>Postal Code:</b>	98006		
<b>Entity Type:</b>	CORPORATION: DELAWARE		
<b>PROPERTY NUMBERS Total: 5</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
Registration Number:	3349954	MORE ANYTIME MINUTES. MORE OF WHAT YOU WANT.	
Registration Number:	3493393	WORRYLESS WIRELESS	
Registration Number:	3127450	TRUE FIT	
Registration Number:	3127449	TRUTH IN WIRELESS	
Registration Number:	2448313	WE GET IT	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(206)623-7022		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	206 370-5863		
<b>Email:</b>	setrademarks@klgates.com		
<b>Correspondent Name:</b>	Christine B. Redfield		
<b>Address Line 1:</b>	925 4th Ave. Ste. 2900		
<b>Address Line 4:</b>	Seattle, WASHINGTON 98104-1158		
<b>ATTORNEY DOCKET NUMBER:</b>	2038163.00237		

OP \$140.00 3349954

NAME OF SUBMITTER:	Christine B. Redfield
Signature:	/Christine B. Redfield/
Date:	05/03/2011
Total Attachments: 2 source=Signed Suncom Wireless Operating Company assignment#page1.tif source=Signed Suncom Wireless Operating Company assignment#page2.tif	

TRADEMARK ASSIGNMENT AGREEMENT

This Trademark Assignment Agreement ("Trademark Agreement") is entered into as of April 28, 2011 (the "Effective Date") by and between Suncom Wireless Operating Company, LLC, a Delaware limited liability corporation, with a principal business address of 1100 Cassatt Road, Berwyn, PA 19312 ("Assignor") and T-Mobile USA, Inc., a Delaware corporation, with a principal business address of 12920 SE 38<sup>th</sup> Street, Bellevue, WA 98006 ("Assignee").

WHEREAS, Assignor desires to transfer all right, title, and interest in and to the trademarks listed in the attached Schedule A, all applications and registrations pertaining thereto and all common law rights associated therewith, together with all goodwill arising from the use of and symbolization by said trademark (the "Trademark").

NOW, THEREFORE, in consideration of their mutual interests and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Assignor and Assignee agree as follows:

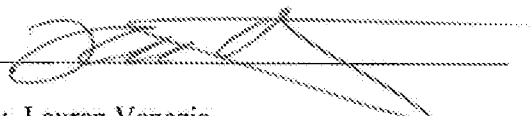
1. Assignor hereby assigns, transfers, sells, conveys, and delivers to Assignee, its successors and assigns, all right, title and interest in and to the Trademark throughout the world, including without limitation the goodwill of the business appurtenant thereto and which is symbolized thereby, that portion of the business to which the Trademark pertain, including the right to license others under the Trademark and the right to renew any trademark registration which shall issue from the application included in the Trademark, to be held and enjoyed by Assignee for its own use and benefit and for the use and benefit of its successors, assigns and legal representatives, to be used as fully and entirely as said rights would have been held and enjoyed by Assignor had this assignment and sale not been made.
2. Assignor authorizes Assignee to record this agreement in the United States Patent & Trademark Office and in similar government offices throughout the world.
3. This Trademark Agreement shall be construed, performed and enforced in accordance with, and governed by, the laws of the State of Washington, without giving effect to the principles of conflicts of law.

IN WITNESS WHEREOF, the Trademark Assignment Agreement is effective as of the day and year first above written.

**ASSIGNOR:**

SUNCOM WIRELESS OPERATING COMPANY, LLC

By: \_\_\_\_\_

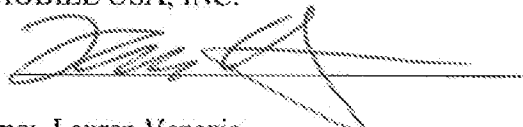


Name: Lauren Venezia  
Title: Vice President

**ASSIGNEE:**

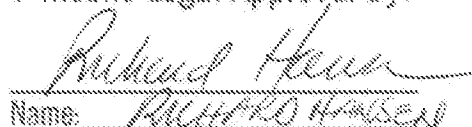
T-MOBILE USA, INC.

By: \_\_\_\_\_



Name: Lauren Venezia  
Title: Senior Vice President

T-Mobile Legal Approval By:

  
Name: RICHARD HANSEN

SCHEDULE A

TRADEMARKS

MARK	APPLICATION NUMBER	REGISTRATION NUMBER
MORE ANYTIME MINUTES. MORE OF WHAT YOU WANT.	78/813,975	3,349,954
WORRYLESS WIRELESS	77/152,092	3,493,393
TRUE FIT	76/625,581	3,127,450
TRUTH IN WIRELESS	76/625,580	3,127,449
WE GET IT	75/709,816	2,448,313