

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	CHANGE OF NAME

CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
NEXTWAVE BROADBAND INC.		09/07/2012	CORPORATION: DELAWARE

RECEIVING PARTY DATA	
Name:	NEXTWAVE BROADBAND LLC
Street Address:	12264 El Camino Real
Internal Address:	Suite 305
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92130
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Serial Number:	78843093	NEXTWAVE BROADBAND
Serial Number:	78843098	NEXTWAVE WIRELESS

CORRESPONDENCE DATA	
Fax Number:	9735972400
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.</i>	
Phone:	973-597-2500
Email:	lstrademark@lowenstein.com
Correspondent Name:	Lawrence A. Weinstein, Esq.
Address Line 1:	Lowenstein Sandler PC
Address Line 2:	65 Livingston Avenue
Address Line 4:	Roseland, NEW JERSEY 07068-1791

ATTORNEY DOCKET NUMBER:	25475.7
NAME OF SUBMITTER:	Lawrence A. Weinstein, Esq.

CH \$65.00 78843093

Signature:	/Lawrence A. Weinstein/
Date:	09/27/2012
Total Attachments: 4 source=NEXTWAVE BROADBAND LLC (Cert of Conversion from Corp. to LLC)#page1.tif source=NEXTWAVE BROADBAND LLC (Cert of Conversion from Corp. to LLC)#page2.tif source=NEXTWAVE BROADBAND LLC (Cert of Conversion from Corp. to LLC)#page3.tif source=NEXTWAVE BROADBAND LLC (Cert of Conversion from Corp. to LLC)#page4.tif	

Delaware

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The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "NEXTWAVE BROADBAND INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "NEXTWAVE BROADBAND INC." TO "NEXTWAVE BROADBAND LLC", FILED IN THIS OFFICE ON THE SEVENTH DAY OF SEPTEMBER, A.D. 2012, AT 6:17 O'CLOCK P.M.

3886289 8100V

121011489

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9833736

DATE: 09-10-12

TRADEMARK
REEL: 004868 FRAME: 0606

CERTIFICATE OF CONVERSION

OF

NEXTWAVE BROADBAND INC.

(a Delaware corporation)

Converting to

NEXTWAVE BROADBAND LLC

(A Delaware limited liability company)

(Pursuant to Section 18-214 of the Delaware Limited Liability Company Act)

NextWave Broadband Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That NextWave Broadband Inc. was originally incorporated on November 24, 2004 in the State of Delaware. The jurisdiction of NextWave Broadband Inc. immediately prior to its conversion to a Delaware limited liability company is the State of Delaware.

SECOND: That the name and type of entity of NextWave Broadband Inc. immediately prior to filing this Certificate is NextWave Broadband Inc., a Delaware Corporation.

THIRD: Pursuant to the plan of liquidation adopted on August 9, 2012 NextWave Broadband Inc. does now wish to convert from a corporation to a limited liability company, pursuant to Section 18-214 of the Delaware Limited Liability Company Act, to be named NextWave Broadband LLC, as set forth in the Certificate of Formation filed contemporaneously herewith.

FOURTH: The effective date and time of this Certificate of Conversion is upon filing.

IN WITNESS WHEREOF, NextWave Broadband Inc. has caused this Certificate of Conversion to be executed as of the 7th day of September, 2012.

NEXTWAVE BROADBAND INC.

By: /s/ Francis J. Harding
Francis J. Harding, President and
Treasurer

Delaware

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The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "NEXTWAVE BROADBAND LLC" FILED IN THIS OFFICE ON THE SEVENTH DAY OF SEPTEMBER, A.D. 2012, AT 6:17 O'CLOCK P.M.

3886289 8100V

121011489

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at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9833736

DATE: 09-10-12

TRADEMARK
REEL: 004868 FRAME: 0608

CERTIFICATE OF FORMATION

OF

NEXTWAVE BROADBAND LLC

(Pursuant to Section 18-201 of the Delaware Limited Liability Company Act)

The undersigned, as an authorized person, in order to form a limited liability company pursuant to the Limited Liability Company Act of the State of Delaware, does hereby certify as follows:

1. The name of the company is NEXTWAVE BROADBAND LLC (the "Company").
2. The address of the registered office and the name and address of the registered agent for service of process on the Company in the State of Delaware required to be maintained by § 18-104 of the Delaware Limited Liability Company Act are: Corporation Service Company, 2711 Centerville Road, Suite 400, City of Wilmington, County of New Castle, DE 19808.
3. The Company is to have perpetual existence.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation on the 7th day of September, 2012.

By: /s/ Francis J. Harding
Francis J. Harding, Authorized Signatory