TRADEMARK ASSIGNMENT

Electronic Version v1.1
Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	ASSIGNS THE ENTIRE INTEREST AND THE GOODWILL

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Powerwave Technologies, Inc.		05/22/2013	CORPORATION: DELAWARE

RECEIVING PARTY DATA

Name:	P-Wave Holdings, LLC
Street Address:	10877 Wilshire Blvd., 18th Floor
City:	Los Angeles
State/Country:	CALIFORNIA
Postal Code:	90024
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 2

Property Type	Number	Word Mark
Registration Number:	3386311	P
Registration Number:	3392898	POWERWAVE TECHNOLOGIES

OP $65.00 3386311

CORRESPONDENCE DATA

Fax Number:
Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.
Email: tjohnson@sullivantriggs.com
Correspondent Name: Tyler R. Johnson
Address Line 1: 1230 Montana Avenue, Suite 201
Address Line 4: Santa Monica, CALIFORNIA 90403

NAME OF SUBMITTER:	Tyler R. Johnson
Signature:	/s/ Tyler R. Johnson
Date:	10/25/2013

Total Attachments: 10

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ASSIGNMENT OF TRADEMARKS

This Assignment of Trademarks (this "Assignment") is made as of May 22, 2013, by and between POWERWAVE TECHNOLOGIES, INC., a Delaware corporation ("Assignor"), and P-WAVE HOLDINGS, LLC, a Delaware limited liability company ("Assignee"). Capitalized terms used herein but not otherwise defined herein shall have the meanings ascribed to them in that certain Asset Purchase Agreement, dated as of May 13, 2013, by and among Seller and Purchaser (the "Asset Purchase Agreement").

WHEREAS, Assignor is the owner of the right, title and interest in and to the trademarks set forth on Schedule A attached hereto (the "Marks");

WHEREAS, Assignor and Assignee have entered into that certain Asset Purchase Agreement, dated as of May 13, 2013, (the "Asset Purchase Agreement"); and

WHEREAS, pursuant to the Asset Purchase Agreement, Assignor has agreed to sell, transfer, assign and convey to Assignee, and Assignee has agreed to purchase and acquire from Assignor, the Marks.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which hereby are acknowledged:

1. Assignor hereby sells, assigns and transfers to Assignee, its entire right, title and interest in and to the Marks, including but not limited to all goodwill symbolized by the Marks or associated therewith, any and all common law rights thereof, any and all registrations and applications relating thereto, and any renewals and extensions thereof, and in and to all income, royalties, damages, claims and payments now or hereafter due or payable with respect thereto, and in and to all causes of action, either in law or in equity for past, present or future infringement, and in and to all rights corresponding to the foregoing throughout the world.

2. Assignor agrees to execute all documents and assist in all proceedings (at the sole cost and expense of the Assignee) to perfect, register or record the rights of the Assignee to the Marks as Assignee may reasonably deem necessary or appropriate. If Assignor does not, within fifteen (15) days of presentment, return the requested executed documents, then Assignee is hereby granted a limited power of attorney to execute all such documents on behalf of Assignor. This power of attorney is coupled with an interest and is irrevocable.

3. Assignor hereby authorizes and requests the Director of the United States Patent and Trademark Office, and the corresponding entities or agencies in any applicable countries outside the United States, to record this Assignment and issue such additional trademark and service mark registrations or amended registrations that have been or may be granted upon any application or petition for same, to Assignee, its successors and assigns.

4. This Assignment shall be governed by, construed and enforced in accordance with the laws of the State of New York without regard to any applicable conflicts of law rules or principles.

6. This Assignment may be executed (including by facsimile or other electronic transmission (e.g., portable data format)) with counterpart signature pages or in multiple counterparts, all of which shall be considered one and the same agreement.

[SIGNATURES APPEAR ON FOLLOWING PAGE]

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by its duly authorized representatives on the day and year first above written.

ASSIGNOR:

POWERWAVE TECHNOLOGIES, INC.

By: _____
Name: Bradley Dietz
Title: Chief Restructuring Officer

ASSIGNEE:

P-WAVE HOLDINGS, LLC

By: _____
Name:
Title:

IN WITNESS WHEREOF, Assignor and Assignee have caused this Assignment to be executed by its duly authorized representatives on the day and year first above written.

ASSIGNOR:

POWERWAVE TECHNOLOGIES, INC.

By:_____
Name: Bradley Dietz
Title: Chief Restructuring Officer

ASSIGNEE:

P-WAVE HOLDINGS, LLC

By: Craig Brooks
Name: Craig Brooks
Title: Vice President

Schedule A

Trademarks

U.S. Trademark

Reference No.	MARK	Class/Goods	App. No App. Date	Reg. No. Reg. Date	Renewal Date	Status/Comments
MILCOM.028T		9-Power amplifiers; racks, combiners and cabinets for power amplifiers.	76/138204 09/29/00	2,595,659 07/16/02	07/16/22	RENEWED.
MILCOM.056T		6- Antenna brackets made of metal 9- Antennas; Tower mounted antennas; Tilting modules for antennas; Converters; Master control units for antennas; Electrical power distribution units; Current injectors for antenna and base station systems; Filters for antenna systems; Base stations comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Radio frequency power amplifiers for use in wireless communications; Base station conditioners for base station systems; Integrated radios; Digital radio heads; Base station filters and microwave filters for base station systems; Radio frequency couplers; Combiners for base station systems that compress noise and signals; Diplexers, namely, diplex filters for antenna systems; Triplexes, namely, filters for antenna systems; Boosters for antenna systems and base station systems; Repeaters for antenna systems and base station systems; Repeater networks for wireless communications; Wireband radio heads; Distributed antenna systems comprised of optical and radio frequency conversion modules, repeaters, wide band radioheads, antennas, and amplifiers; Base station sub-systems comprising of filters, couplers, and radio frequency power amplifiers for use in wireless communications; Cabinets and frames for radio frequency power amplifiers for use in wireless communications; Microwave radio links; Antenna line devices, namely, antennas,	78/617538 04/26/05	3386311 02/19/08	02/19/08	REGISTERED. Affidavit of Use due 02/19/14.

Reference No.	MARK	Class/Goods	App. No App. Date	Reg. No. Reg. Date	Renewal Date	Status/Comments
		tower mounted amplifiers, tilting modules, converters, master control units, couplers, diplexers, and triplexers; Wireless IP and voice transmission systems comprised of antenna systems, namely, an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers, and base station systems, namely, boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Computer software for use in controlling, operating, managing, or maintaining wireless communications systems or wireless infrastructure equipment; Antenna systems, namely, an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers; Base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless coverage systems, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers, and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless data communication devices, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless Infrastructure systems, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless communications devices, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers and base station systems				

Reference No.	MARK	Class/Goods	App. No App. Date	Reg. No. Reg. Date	Renewal Date	Status/Comments
		comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners 37- Installation and maintenance of antenna systems and base station systems 42- Design, development, and technical support of end-to-end wireless infrastructure systems and wireless communication systems, namely, antenna systems and base station systems				
MILCOM.072T	ALLGON	9-Cellular radio base station antennas; multicolor receivers, power monitoring units, and land mobile radio base station antennas.	74/284259 06/11/92	1782480 07/20/93	07/20/13	ABANDONED per the client's instructions on 11/1/12.
MILCOM.094T	INSIDE OUT SOLUTIONS	9- Antennas, tower mounted antennas, antenna brackets, filters for antenna systems, telecommunications base station equipment for cellular and fixed networking and communications applications; power amplifiers, conditioners for telecommunications base station equipment, broadband radios, mobile radios and internet radios, radio transmitters, filters for telecommunications base station equipment, antenna filters, electronic combiners for connecting antennas and receivers, repeaters for radio stations, antennas for radio; antennas for wireless communications apparatus for voice transmission; computer software for use in controlling, operating and managing wireless communications systems	85/267555 03/15/11			ALLOWED. Statement of Use or 2nd Extension due 4/10/13.
MILCOM.008T	POWERWAVE	9-Radio frequency power amplifiers	75/143289 08/01/96	2131938 01/27/98	01/27/18	RENEWED.
MILCOM.013T	POWERWAVE	9-Racks, combiners, and cabinets for radio frequency power amplifiers for use in wireless communications.	75/611598 12/23/98	2483000 08/28/01	08/28/21	RENEWED.
MILCOM.054T	POWERWAVE	6-Antenna brackets made of metal 9- Antennas; Tower mounted antennas; Tilting modules for antennas; Converters; Master control units for antennas; Electrical power distribution units; Current injectors for antenna and base station systems; Filters for antenna systems; Base stations comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Radio frequency power amplifiers for use in wireless communications; Base station	78/617536 04/26/05	3386310 02/19/08	02/19/18	REGISTERED. Affidavit of Use due 02/19/14.

Reference No.	MARK	Class/Goods	App. No App. Date	Reg. No. Reg. Date	Renewal Date	Status/Comments
		conditioners for base station systems; Integrated radios; Digital radio heads; Basestation filters and microwave filters for base station systems; Radio frequency couplers; Combiners for base station systems that compress noise and signals; Diplexers, namely, diplex filters for antenna systems; Triplexes, namely, filters for antenna systems; Boosters for antenna systems and base station systems; Repeaters for antenna systems and base station systems; Repeater networks for wireless communications; Wireband radio heads; Distributed antenna systems comprised of optical and radio frequency conversion modules, repeaters, wide band radio heads, antennas, and amplifiers; Base station sub-systems comprising of filters, couplers, and radio frequency power amplifiers for use in wireless communications; Cabinets and frames for radio frequency power amplifiers for use in wireless communications; Microwave radio links; Antenna line devices, namely, antennas, tower mounted amplifiers, tilting modules, converters, master control units, couplers, diplexers, and triplexers; Wireless IP and voice transmission systems comprised of antenna systems, namely, an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers, and base station systems, namely, boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Computer software for use in controlling, operating, managing, or maintaining wireless communications systems or wireless infrastructure equipment; Antenna systems, namely, an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers; Base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless coverage systems, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers, and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters power transceivers, current injectors and combiners; Wireless data				

Reference No.	MARK	Class/Goods	App. No App. Date	Reg. No. Reg. Date	Renewal Date	Status/Comments
		communication devices, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless Infrastructure systems, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners; Wireless communications devices, namely, antenna systems comprised of an antenna, tower mounted amplifier, tilting modules, converters, a master control unit, couplers, diplexers, and triplexers and base station systems comprised of boosters, radio frequency power amplifiers for use in wireless communications, filters, power transceivers, current injectors and combiners 37- Installation and maintenance of antenna systems and base station systems 42- Design, development, and technical support of end-to-end wireless infrastructure systems and wireless communication systems, namely, antenna systems and base station systems				
MILCOM.009T	POWERWAVE TECHNOLOGIES	9-Radio frequency power amplifiers.	75/143533 08/01/96	2131941 01/27/98	01/27/18	RENEWED.
MILCOM.014T	POWERWAVE TECHNOLOGIES	9-Racks, combiners, and cabinets for radio frequency power amplifiers for use in wireless communications.	75/611599 12/23/98	2483001 08/28/01	08/28/21	RENEWED.
MILCOM.055T	POWERWAVE TECHNOLOGIES	9-Antennas; Tower Mounted Antennas; Antenna Brackets; Tilting modules; Converters; Master Control Units; Power Distribution Units; Current Injectors; Filters for Antenna Systems; Base Stations; Power Amplifiers for wireless communication systems; Base Station Conditioners; Integrated Radios; Digital Radio Heads; Base Station Filters; Microwave Filters; Couplers; Combiners; Diplexers; Triplexers; Boosters; Repeaters; Repeater networks; Wireband Radio Heads; distributed antenna systems; Base Station Sub-systems comprising filters, couplers,	78/617540 04/26/05	3392898 03/04/08	03/04/18	REGISTERED. Affidavit of Use due 03/04/14

Reference No.	MARK	Class/Goods	App. No App. Date	Reg. No. Reg. Date	Renewal Date	Status/Comments
		and power amplifiers; Cabinets and frames for power amplifiers; Microwave Radio Links; Antenna Line Devices; Wireless IP and voice transmission systems; computer software for use in controlling, operating, managing, or maintaining wireless communications systems or wireless infrastructure equipment; antenna systems; base station systems; wireless coverage systems; wireless data communications devices; wireless infrastructure equipment; wireless communications devices 42-Design, development, production, delivery, installation, support, deployment, operation and maintenance of end-to-end wireless infrastructure systems and wireless communication systems.				