

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM298888

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	Release of Security Interest in Intellectual Property Collateral at Reel/Frame No. 4001/0841

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Wilmington Trust, National Association, successor by merger to Wilmington Trust FSB		03/13/2014	national association: UNITED STATES

RECEIVING PARTY DATA

Name:	Cricket Communications, Inc.
Street Address:	5887 Copley Drive
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92111
Entity Type:	CORPORATION: DELAWARE
Name:	Leap Wireless International, Inc.
Street Address:	5887 Copley Drive
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92111
Entity Type:	CORPORATION: DELAWARE
Name:	Cricket License Company, LLC (formerly known as Cricket Licensee (Reaaction), LLC and successor by merger to Cricket Licensee I, LLC and Cricket Licensee 2007, LLC)
Street Address:	5887 Copley Drive
City:	San Diego
State/Country:	CALIFORNIA
Postal Code:	92111
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE

PROPERTY NUMBERS Total: 18

Property Type	Number	Word Mark
Registration Number:	3325188	CRICKET
Registration Number:	2359370	CRICKET
Registration Number:	2363821	CRICKET
Registration Number:	2359369	CRICKET

TRADEMARK

Property Type	Number	Word Mark
Registration Number:	3356837	CRICKET CLICKS
Registration Number:	3344776	FLEX BUCKET
Registration Number:	2807899	INFINI-G
Registration Number:	3264633	JUMP
Registration Number:	3397319	JUMP MOBILE
Registration Number:	3272164	K
Registration Number:	3504565	REAL UNLIMITED. UNREAL SAVINGS
Registration Number:	3061435	LEAP
Registration Number:	3653013	CRICKET WIRELESS
Registration Number:	4054398	MYPERKS
Registration Number:	3778659	REAL UNLIMITED UNREAL SAVINGS
Serial Number:	77730188	CRICKET MYPERKS
Serial Number:	77395664	REAL UNLIMITED. UNREAL SAVINGS.
Serial Number:	76149639	LEAP

CORRESPONDENCE DATA

Fax Number: 7147558290

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent via US Mail.

Email: ipdocket@lw.com

Correspondent Name: LATHAM & WATKINS LLP

Address Line 1: 650 TOWN CENTER DRIVE

Address Line 2: SUITE 2000

Address Line 4: COSTA MESA, CALIFORNIA 92626

ATTORNEY DOCKET NUMBER:	027048-0026
NAME OF SUBMITTER:	Rhonda DeLeon
SIGNATURE:	/Rhonda DeLeon/
DATE SIGNED:	03/21/2014

Total Attachments: 8

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**RELEASE OF SECURITY INTEREST IN
INTELLECTUAL PROPERTY COLLATERAL**

This RELEASE, dated as of March 13, 2014, is made by WILMINGTON TRUST, NATIONAL ASSOCIATION, successor by merger to Wilmington Trust FSB, as Collateral Trustee (the "Collateral Trustee"), pursuant to (i) that certain Collateral Trust Agreement, dated as of June 5, 2009 (as amended, the "Collateral Trust Agreement"), among Cricket Communications, Inc., a Delaware corporation (the "Company"), the Guarantors (as defined therein) from time to time party thereto, the Secured Debt Representatives (as defined therein) from time to time party thereto and the Collateral Trustee, (ii) that certain Security Agreement, dated as of June 5, 2009 (the "Security Agreement"), from the Grantors (as defined therein) to the Collateral Trustee, and (iii) that certain Intellectual Property Security Agreement, dated as of June 5, 2009 (the "IP Security Agreement"), from the Grantors (as defined therein) to the Collateral Trustee. Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed thereto in the Security Agreement.

W I T N E S S E T H

WHEREAS, the Company, Leap Wireless International, Inc. and Cricket License Company, LLC (formerly known as Cricket Licensee (Reauction), LLC, and successor by merger to Cricket Licensee I, LLC, and Cricket Licensee 2007, LLC) (collectively, the "Grantors") executed the IP Security Agreement, recorded with the U.S. Patent and Trademark Office on June 9, 2009 at Reel/Frame Nos. 22793/0850 and 4001/0841, pursuant to which the Grantors granted to the Collateral Trustee a lien on and a security interest in all of Grantors' right, title and interest in and to the Collateral (as defined in the IP Security Agreement); and

WHEREAS, in connection with the payment in full and discharge of all outstanding Secured Debt and all other outstanding Secured Obligations (as such terms are defined in the Collateral Trust Agreement) on the date hereof, the Grantors have requested that the Collateral Trustee release all of its security interests in and to the Collateral.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Collateral Trustee agrees as follows:

1. The Collateral Trustee, on its own behalf and on behalf of the Secured Parties, hereby relinquishes, terminates, cancels and releases any and all right, title and interest it may have or have acquired through the Security Agreement and IP Security Agreement in the Collateral, including, but not limited to, the issued patents and patent applications and trademark registrations and applications set forth in Schedule I attached hereto and incorporated herein by reference (the "Released Collateral").
2. The parties hereto shall cause this Release to be filed with the United States Patent and Trademark Office for the purpose of recording the release of the Secured Parties' security interest in the Released Collateral.
3. The Collateral Trustee agrees, at the request and expense of the Company, to provide the Grantors with any additional authorization necessary to effect the release of the Collateral Trustee's security interest in the Released Collateral.

IN WITNESS WHEREOF, the Collateral Trustee has executed this Release as of the date first set forth above.

WILMINGTON TRUST, NATIONAL ASSOCIATION,
as Collateral Trustee

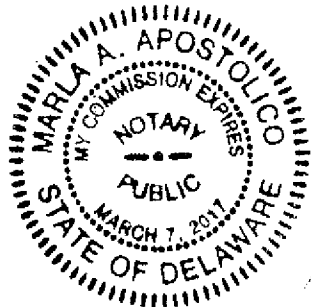
By: *Michael G. Oller Jr.*
Name: Michael G. Oller Jr.
Title: Assistant Vice President

CERTIFICATION OF ACKNOWLEDGMENT

STATE OF DELAWARE)
COUNTY OF NEWCASTLE):

Before me, the undersigned, a Notary Public in and for the county aforesaid, on this 12th day of MARCH, 2014, personally appeared Michael G. Oller Jr. who, being by me duly sworn, deposes and says that he is the Assistant Vice President of Wilmington Trust, National Association, and that he, as such officer being duly authorized so to do, executed the foregoing instrument for the purposes therein contained as his free act and deed and as the full act and deed of such corporation as such officer.

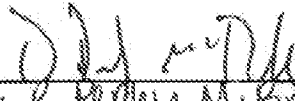
Marla A. Apostolico
Notary Public



My Commission Expires:

MARLA A. APOSTOLICO
NOTARY PUBLIC
STATE OF DELAWARE
My Commission Expires 03-07-2017

CRICKET COMMUNICATIONS, INC.,
as Grantor

By: 
Name: R. Rodney McBride
Title: CEO

SCHEDULE I
to
RELEASE OF SECURITY INTEREST IN INTELLECTUAL PROPERTY COLLATERAL

Patents

U.S. Patents:

Owner	Title	Patent No.	Issue Date
Paltalk Holdings, Inc.	Server-group messaging system for interactive applications	5822523	10/13/1998
Paltalk Holdings, Inc.	Server-group messaging system for interactive applications	6018766	1/25/2000
Paltalk Holdings, Inc.	Server-group messaging system for interactive applications	6226686	5/1/2001
Leap Wireless International Inc.	Wireless communications handoff method and system employing such	7359707	4/15/2008
Cricket Communications, Inc.	Single Port Dual Antenna	8502743	08/06/2013
Cricket Communications, Inc.	WIRELESS COMMUNICATIONS HANDOFF METHOD AND SYSTEM EMPLOYING SUCH	8068837	11/29/2011
Cricket Communications, Inc.	TELECOMMUNICATIONS LEAST COST ROUTING SYSTEM	8238533	8/7/2012
Cricket Communications, Inc.	DYNAMIC CONFIGURATION OF UNLIMITED SERVICE FOR ROAMING SUBSCRIBER	8244238	8/14/2012
Cricket Communications, Inc.	SINGLE PORT DUAL ANTENNA	8502743	8/6/2013
Cricket Communications, Inc.	DYNAMIC CONFIGURATION OF UNLIMITED SERVICE FOR ROAMING SUBSCRIBER	8644819	2/4/2014




U.S. Patent Applications:

Owner	Title	Application No.	Filing Date
Cricket Communications, Inc.	Computer network page advertising method	11191172	7/27/2005
Cricket Communications, Inc.	System and Method for an Adaptive User Communications Device	10624085	7/21/2003
Cricket Communications, Inc.	Computer network page advertising method	14040506	9/27/2013
Cricket Communications, Inc.	Single Port Dual Antenna	13954797	7/30/2013
Cricket Communications, Inc.	WIRELESS COMMUNICATIONS HANDOFF METHOD AND SYSTEM EMPLOYING SUCH	13/305394	11/28/2011
Cricket Communications, Inc.	SYSTEM AND METHOD FOR PROVIDING TARGETED CONTENT TO A USER BASED ON USER CHARACTERISTICS	13/166708	6/22/2011
Cricket Communications, Inc.	TELECOMMUNICATIONS LEAST COST ROUTING SYSTEM	13/565695	8/2/2012

Owner	Title	Application No.	Filing Date
Cricket Communications, Inc.	UNLIMITED MEDIA ACCESS OVER WIRELESS INFRASTRUCTURE	13/045409	3/10/2011
Cricket Communications, Inc.	UNLIMITED ACCESS TO MEDIA AND APPLICATIONS OVER WIRELESS INFRASTRUCTURE	13/158334	6/10/2011
Cricket Communications, Inc.	MEDIA SERVER PROVIDING UNLIMITED MEDIA ACCESS OVER WIRELESS INFRASTRUCTURE	13/078865	4/1/2011
Cricket Communications, Inc.	ADVANCED PLAYBACK QUEUE MANAGEMENT	13/158287	6/10/2011
Cricket Communications, Inc.	MOBILE HANDSET FOR MEDIA ACCESS AND PLAYBACK	13/158300	6/10/2011
Cricket Communications, Inc.	PLAY LIST MANAGEMENT	13/158319	6/10/2011
Cricket Communications, Inc.	METHOD AND APPARATUS FOR SELECTING MEDIA CONTENT IN A MOBILE COMMUNICATIONS DEVICE	13/158321	6/10/2011
Cricket Communications, Inc.	METHOD AND APPARATUS FOR NAVIGATION WITHIN A MULTI-LEVEL APPLICATION	13/158326	6/10/2011
Cricket Communications, Inc.	CONTENT AUTO-DISCOVERY	13/158329	6/10/2011
Cricket Communications, Inc.	DIRECT NAVIGATION TO A REMOTE MEDIA ARCHIVE ON A MOBILE COMMUNICATIONS DEVICE	13/158333	6/10/2011
Cricket Communications, Inc.	UNLIMITED MEDIA ACCESS OVER WIRELESS INFRASTRUCTURE	13/280277	10/24/2011

Trademarks

U.S. Trademarks:

Owner	Trademark	Status	Application No. Application Date	Registration No. Registration Date
Cricket Communications, Inc.	CRICKET 	REGISTERED	76603202 19-JUL-2004	3325188 30-OCT-2007
Cricket Communications, Inc.	CRICKET	REGISTERED	75551094 11-SEP-1998	2359370 20-JUN-2000
Cricket Communications, Inc.	CRICKET	REGISTERED	75551093 11-SEP-1998	2363821 04-JUL-2000
Cricket Communications, Inc.	CRICKET	REGISTERED	75551090 11-SEP-1998	2359369 20-JUN-2000
Cricket Communications, Inc.	CRICKET CLICKS	REGISTERED	76658393 13-APR-2006	3356837 18-DEC-2007
Cricket Communications, Inc.	FLEX BUCKET	REGISTERED	76658386 13-APR-2006	3344776 27-NOV-2007
Cricket Communications, Inc.	INFINI-G	REGISTERED	76422899 19-JUN-2002	2807899 27-JAN-2004
Cricket Communications, Inc.	JUMP	REGISTERED	78874891 02-MAY-2006	3264633 17-JUL-2007
Cricket Communications, Inc.	JUMP MOBILE 	REGISTERED	77098180 02-FEB-2007	3397319 18-MAR-2008
Cricket Communications, Inc.	K 	REGISTERED	78874889 02-MAY-2006	3272164 31-JUL-2007
Cricket Communications, Inc.	REAL UNLIMITED. UNREAL SAVINGS	REGISTERED	77395678 13-FEB-2008	3504565 23-SEP-2008
Leap Wireless International Inc.	LEAP	REGISTERED	76149590 18-OCT-2000	3061435 28-FEB-2006
Leap Wireless International Inc.	LEAP	REGISTERED	2318210 27-JULY-2001	2318210 26-MAY-2004
Cricket Communications, Inc.	MUVE	REGISTERED	85057834 08-JUN-2010	4400468 10-SEP-2013
Cricket Communications, Inc.	MUVE	REGISTERED	85057835 08-JUN-2010	4403644 17-SEP-2013
Cricket Communications, Inc.	COLOR GREEN	REGISTERED	77932966 2/10/10	4110358 3/6/12

Owner	Trademark	Status	Application No. Application Date	Registration No. Registration Date
Cricket Communications, Inc.	COLOR GREEN	REGISTERED	77932967 2/10/10	4007713 8/2/11
Cricket Communications, Inc.	COLOR GREEN	REGISTERED	77932974 2/10/10	4219637 10/2/12
Cricket Communications, Inc.	CRICKET WIRELESS 	REGISTERED	77078234 08-JAN-2007	3653013 7/14/09
Cricket Communications, Inc.	MYPERKS	REGISTERED	77730184 06-MAY-2009	4054398 1/15/11
Cricket Communications, Inc.	REAL UNLIMITED. UNREAL SAVINGS.	REGISTERED	77395671 13-FEB-2008	3778659 4/20/10
Cricket Communications, Inc.	MUVE FIRST	REGISTERED	85/386943 8/2/11	4223024 10/9/12
Cricket Communications, Inc.	MUVE HEADLINER	REGISTERED	85/386940 8/2/11	4223023 10/9/12
Cricket Communications, Inc.	MUVE MUSIC	REGISTERED	85/062617 6/14/10	4234443 10/30/12
Cricket Communications, Inc.	MUVE MUSIC	REGISTERED	85/062618 6/14/10	4035914 10/4/11

U.S. Trademark Applications:

Owner	Trademark	Status	Application No. Application Date	Registration No. Registration Date
Cricket Communications, Inc.	CRICKET MYPERKS	PENDING Intent to Use	77730188 06-MAY-2009	
Cricket Communications, Inc.	REAL UNLIMITED. UNREAL SAVINGS.	PUBLISHED (PENDING) Intent to Use	77395664 13-FEB-2008	
Leap Wireless International Inc.	LEAP	PUBLISHED (PENDING) Intent to Use	76149639 18-OCT-2000	

Copyrights

None.