MRD
8-4-98

08-07-1998

100788948 TRADEMARKS ONLY SHEET

Box Assignments
Commissioner of Patents and Trademarks
Washington, D.C. 20231

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies) thereof.

1. The name and address of the party conveying the interest is:

Motorola, Inc.
a Delaware corporation
1303 East Algonquin Road
Schaumburg, Illinois 60196

2. The name and address of the party receiving the interest is:

Teledesic LLC
a Delaware limited liability company
2300 Carillon Point
Kirkland, Washington 98033

3. The interest conveyed is an Assignment together with the good-will and the portion of the business associated with the mark.

4. The application number(s) against which the document is to be recorded are:

75/311320

5. The name and address of the party to whom correspondence concerning the request to record the document should be mailed is:

08/06/1998 DNGUYEN 00000131 134765 75311320
01 FC:481 40.00 OP

Melody E. Schottle
Motorola, Inc.
Intellectual Property Department
1303 East Algonquin Road
Schaumburg, Illinois 60196

6. The number of applications and/or registrations identified in the cover sheet is one (1), and the total fee is $40.00. Please charge this amount to Deposit account number 13-4765. A duplicate copy of this page is attached.

7. The document attached was executed on July 14, 1998 with an effective date of July 15, 1998.

8. The total number of pages of the attached document, including any attachments is 3.

Fee OK

9. To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Respectfully submitted,

Melody L. Schottle

Melody L. Schottle
Signed: July 22, 1998

ASSIGNMENT OF CELESTRI TRADEMARK/SERVICEMARK AND PENDING APPLICATION

WHEREAS, Motorola, Inc. (hereinafter ASSIGNOR), a Delaware corporation with a principal place of business at 1303 E. Algonquin Road, Schaumburg, Illinois 60196 has intended to use the trademark/servicemark CELESTRI in commerce and filed an application on 19 June 1997, now assigned U.S. application Serial No. 75/311,320, indicating that intention, but has not yet filed an allegation of use under §§ 1(c) or 1(d) of The Trademark Act; and

WHEREAS, ASSIGNOR is assigning the mark and the above-identified application as part of the entire business or portion thereof to which the mark pertains as required by 15 U.S.C. § 1060; and

WHEREAS, Teledesic LLC (hereinafter ASSIGNEE), a Delaware limited liability company ("LLC") with a place of business at 2300 Carillon Point, Kirkland, Washington 98033, the successor of the ongoing and existing business or portion thereof of ASSIGNOR to which the mark pertains, is desirous of acquiring said mark and the pending intent-to-use application therefor;

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, said ASSIGNOR does hereby assign to said ASSIGNEE all right, title, and interest in and to the mark, the pending intent-to-use application therefor, and the goodwill of the business symbolized thereby, together with the portion of the business to which the mark pertains.

The Commissioner of Patents and Trademarks is requested to issue the Certificate of Registration to ASSIGNEE.

TRADEMARK
REEL: 1763 FRAME: 0843

Executed at WASHINGTON, D.C. (city), _____ (state), U.S.A., this 14th day of JULY, 1998, EFFECTIVE AS OF JULY 15, 1998

MOTOROLA, INC.

By: Keith A. Bane

Keith Bane, Executive Vice President and President - Americas Region

NOTARIAL CERTIFICATE

~~STATE OF~~ DISTRICT OF)
) ss.
~~COUNTY OF~~ COLUMBIA)

I certify that I know or have satisfactory evidence that Keith Bane appeared before me, and he acknowledged that he signed this instrument, on oath stated that he was authorized to execute this instrument and acknowledged it as the Executive Vice President and President of MOTOROLA, INC., identified in the instrument, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: July 14, 1998

Claudette B. Henry

Printed Name: CLAUDETTE B. HENRY
Notary Public, Washington, D.C.

Notary Public in and for the

[seal]

~~State of~~ DISTRICT OF COLUMBIA

My appointment expires: 6/30/2003

Executed at WASHINGTON, D.C. (city), _____ (state), U.S.A., this 14th day of JULY, 1998, EFFECTIVE AS OF JULY 15, 1998.

TELEDESIC LLC

By: Dennis M. Weibling

Dennis M. Weibling, Director

NOTARIAL CERTIFICATE

STATE OF DISTRICT OF)
) ss.
COUNTY OF COLUMBIA)

I certify that I know or have satisfactory evidence that Dennis M. Weibling appeared before me, and he acknowledged that he signed this instrument, on oath stated that he was authorized to execute this instrument and acknowledged it as the Director of TELEDESIC LLC, identified in the instrument, to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: July 14, 1998

Claudette B. Henry

Printed Name: CLAUDETTE B. HENRY
Notary Public, Washington, D.C.

Notary Public in and for the

[seal]

State of DISTRICT OF COLUMBIA

My appointment expires: 6/30/2003