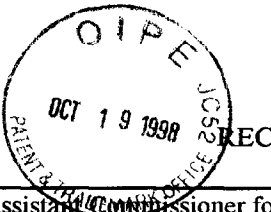


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FORM PTO-1594
1-31-92

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office
Attorney Docket No: TECO219541

D/JP

To the Honorable Assistant Commissioner for Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Motorola, Inc.

- Individuals
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

Name: Teledesic LLC
Address: 2300 Carillon Point

City: Kirkland State: WA ZIP: 98033

- Individual(s) citizenship
- Association State of
- General Partnership State of
- Limited Partnership State of
- Corporation-State State of

Other limited liability company of the State of Delaware
If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment)
Additional name(s) & address(es) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution date: effective July 25, 1998

4. Application number(s) or registration number(s):

A. Trademark Application No(s). 75/273,238

B. Trademark Registration No(s).

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed.

Faye L. Mattson, Esq.
CHRISTENSEN O'CONNOR
JOHNSON & KINDNESS^{PLLC}
1420 Fifth Avenue, Suite 2800
Seattle, WA 98101-2347
(206) 682-8100

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41):\$ 40.00

Check No. 100059 in the amount of \$40.00 is enclosed.

8. The Commissioner is authorized to charge any fees that may be required or credit any overpayment to Deposit Account Number 03-1740.

DO NOT USE THIS SPACE

9. Statement and signature:

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.

Faye L. Mattson
Name of Attorney or Agent
Direct Dial (206) 224-0717

Faye L. Mattson Signature October 14, 1998 Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011 (exp. 4/94)

I hereby certify that this correspondence is being deposited with the U.S. Postal Service in a sealed envelope as first class mail with postage thereon fully prepaid addressed to: U.S. Patent and Trademark Office, Office of Public Records, Crystal Gateway 4, Room 335, Washington, D.C. 20231, on OCTOBER 14, 1998

Date: OCTOBER 14, 1998 Barbara C. Light

10/26/1998 DNGUYEN 00000002 75273238

01 FC:401

40.00 OP

NUNC PRO TUNC ASSIGNMENT OF TRADEMARK/SERVICE MARK AND PENDING APPLICATION

WHEREAS, Motorola, Inc., a corporation of the State of Delaware, having a place of business at 1303 East Algonquin Road, Schaumburg, Illinois 60196 (hereinafter the "Assignor"), has intended to use the trademark/service mark M-STAR in commerce and filed an application on April 11, 1997, now assigned U.S. application Serial No. 75/273,238, 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;

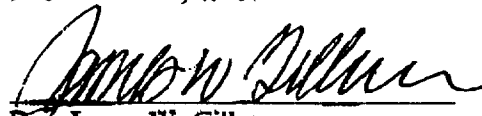
WHEREAS, Teledsic LLC, a limited liability company of the State of Delaware, having a place of business at 2300 Carillon Point, Kirkland, Washington 98033 (hereinafter the "Assignee"), the successor of the ongoing and existing business or portion thereof of Assignor to which the mark pertains, is desirous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

NOW, THEREFORE, effective *nunc pro tunc* July 25, 1998, for good and valuable consideration, the 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.

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

Signed at Schaumburg (city), Illinois, this 14th day of October, 1998.

MOTOROLA, INC.



By: James W. Gillman
Title: Senior Vice President

STATE OF ILLINOIS)
) ss.
COUNTY OF Cook)

I certify that I know or have satisfactory evidence that James W. Gillman is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he was authorized to execute the instrument and acknowledged it as the

Senior Vice President of Motorola, Inc., to be the free and voluntary act of such party for the uses and purposes mentioned in the instrument.

Dated: October 14, 1998

(Seal or stamp)

Sharon A. Mahoney

Printed Name: Sharon A. Mahoney

Notary Public in and for the State of Illinois.

My appointment expires: 3/27/2002

