


Client Code: NEXTWV.001A

**RECORDATION FORM COVER SHEET  
PATENTS ONLY**

To the Director, U.S. Patent and Trademark Office: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies): (List using letters or numbers for multiple parties)</p> <p>Nextwave Telecom, Inc.</p> <p>Additional name(s) of conveying party(ies) attached?</p> <p>( ) Yes (X) No</p>	<p>2. Name and address of receiving party(ies):</p> <p>Name: Nextwave Broadband, Inc.</p> <p>Internal Address:</p> <p>Street Address: 411 West Putnam Ave., Suite 270</p> <p>City: Greenwich State: CT</p> <p>ZIF: 06830-6261</p> <p>Additional name(s) of receiving party(ies) attached?</p> <p>( ) Yes (X) No</p>
<p>3. Nature of conveyance:</p> <p>(X) Assignment ( ) Security Agreement</p> <p>( ) Merger ( ) Change of Name</p> <p>( ) Other:</p> <p>Execution Date: (List as in section 1 if multiple signatures)</p> <p>April 13, 2005</p>	<p>4. US: or PCT Application number(s) or US Patent number(s):</p> <p>(X) Patent Application No.: 09/388,236</p> <p>Filing Date: September 1, 1999</p> <p>Additional numbers attached?</p> <p>( ) Yes (X) No</p>
<p>5. Party to whom correspondence concerning document should be mailed:</p> <p>Customer No. 20,995</p> <p>Address: Knobbe, Martens, Olson &amp; Bear, LLP 2040 Main Street, 14<sup>th</sup> Floor Irvine, CA 92614</p> <p>Return Fax: (949) 760-9502</p> <p>Attorney's Docket No.: NEXTWV.001A</p>	<p>6. Total number of applications and patents involved: 1</p>
<p>7. Total fee (37 CFR 1.21(h)): <del>\$40.00</del></p> <p>(X) Authorized to be charged to deposit account</p>	<p>8. Deposit account number: 11-1410</p> <p>Please charge this account for any additional fees which may be required, or credit any overpayment to this account.</p>
<p>9. Statement and signature.</p> <p>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.</p> <p><u>Drew S. Hamilton</u> Name of Person Signing</p> <p> Signature</p> <p><u>4/13/05</u> Date</p> <p>29,801 Registration No.</p> <p>Total number of pages including cover sheet, attachments and document: 5</p>	

Documents transmitted via Facsimile to be recorded with required cover sheet information to:

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Alexandria, VA 22313-1450  
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ASSIGNMENT

WHEREAS, Nextwave Telecom, Inc., a Delaware corporation having offices at 411 West Putnam Ave., Ste. 270 Greenwich, CT 06830-6261 (hereinafter "ASSIGNOR"), represents and warrants that it is the sole owner of the entire right, title, and interest to certain new and useful improvements for which ASSIGNOR has filed the issued Letters Patents and applications for Letters Patents in the United States and other countries (hereinafter "the Patents and Patent Applications") as listed on Exhibit "A" which is attached hereto and incorporated herein by reference;

WHEREAS, Nextwave Broadband Inc., a Delaware corporation having offices at 411 West Putnam Ave., Ste. 270 Greenwich, CT 06830-6261 (hereinafter "ASSIGNEE") desires to purchase the entire right, title, and interest in and to the inventions disclosed in the Patents and Patent Applications;

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNOR hereby further acknowledges that it has sold, assigned, and transferred, and by these presents does hereby sell, assign, and transfer, unto ASSIGNEE, its successors, legal representatives, and assigns, the entire right, title, and interest throughout the world in, to, and under the said improvements, and the said Patents and Patent Applications, whether filed or not filed, and all Patents that may be granted thereon or therefrom, and all provisional applications relating thereto, and all divisions, continuations, continuations-in-part, reissues, reexaminations, renewals, and extensions thereof, and all rights of priority under International Conventions and applications for Letters Patent that may hereafter be filed for said improvements or for the said Patents and Patent Applications in any country or countries foreign to the United States; and ASSIGNOR hereby authorizes and requests the Commissioner of Patents of the United States, and any Official of any country foreign to the United States, whose duty it is to issue patents on applications as aforesaid, to issue all Letters Patents for said improvements and all Letters Patents resulting from the Patents and Patent Applications to ASSIGNEE, its successors, legal representatives, and assigns, in accordance with the terms of this Agreement.

ASSIGNOR does hereby sell, assign, transfer, and convey to ASSIGNEE, its successors, legal representatives, and assigns all claims for damages and all remedies arising out of any violation of the rights assigned hereby that may have accrued prior to the date of assignment to ASSIGNEE, or may accrue hereafter, including, but not limited to, the right to sue for, collect, and retain damages for past infringements of the Letters Patents before or after issuance;

ASSIGNOR hereby covenants and agrees that it will communicate to ASSIGNEE, its successors, legal representatives, and assigns any facts known to ASSIGNOR respecting the Patents and Patent Applications as of the date below and immediately upon becoming aware of those facts, and that it will testify in any legal proceeding involving any of the Patents and Patent Applications, will sign all lawful papers, execute all divisional, continuing, continuation-in-part, reexamination, and reissue applications, make all rightful oaths, and will generally do everything possible to aid ASSIGNEE, its successors, legal representatives, and assigns to obtain and enforce the Patents and Patent Applications in all countries.

IN TESTIMONY WHEREOF, I hereunto set my hand and seal this 13<sup>th</sup> day of April, 2005

\_\_\_\_\_  
Nextwave Telecom, Inc.  
By: [Signature]  
Name Printed: Frank Cassou  
Title: Executive Vice President and General Counsel  
Date: April 13<sup>th</sup> 2005

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STATE OF New York  
COUNTY OF New York } ss.

On April 13 2005 before me, Shirley Smith, personally appeared Frank Cassou personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument, and acknowledged to me that they executed the same in their authorized capacity(ies), and that by their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

[SEAL]

Shirley Smith  
Notary Signature

SHIRLEY A. SMITH  
Notary Public, State of New York  
No. 01SM6056049  
Qualified in New York County  
Commission Expires March 12, 2007

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**EXHIBIT A**

**Assigned Patents and Applications**

Case Number	Title of Invention	Country	Status	Application Number	Filing	Patent Number	Issue
NEXTWV.001VA	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	US	Pending	09/388236	9/1/1999		
NEXTWV.001C1	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	US	Pending	10/996914	11/24/2004		
NEXTWV.001VAL	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	AU	Issued	71075/00	9/1/2000	774027	9/30/2004
NEXTWV.001VBR	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	BR	Pending	P10013379-5	9/1/2000		
NEXTWV.001VCA	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	CA	Pending	2384040	9/1/2000		
NEXTWV.001VCN	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	CN	Pending	00815331.0	9/1/2000		
NEXTWV.001VCZ	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	CZ	Pending	2002-676	9/1/2000		
NEXTWV.001VEP	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	EP	Issued	00959815.2	9/1/2000	1216445	4/28/2004
NEXTWV.001VIL	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	IL	Pending	148231	9/1/2000		

**EXHIBIT A**

Case Number	Title of Invention	Country	Status	Application Number	Filing	Patent Number	Issue
NEXTWV.001VJN	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	IN	Pending	INPC/T/2002/00203/	9/1/2000		
NEXTWV.001VIP	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	JP	Pending	2001-520672	9/1/2000		
NEXTWV.001VKR	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	KR	Pending	1020027902615	9/1/2000		
NEXTWV.001VMX	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	MX	Pending	PA/6/2002/002219	9/1/2000		
NEXTWV.001VNZ	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	NZ	Issued	517326	9/1/2000	517326	5/12/2003
NEXTWV.001VPC	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	WO	Closed	PCT/US06/24190	9/1/2000		
NEXTWV.001VPL	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	PL	Published	P-353270	9/1/2000		
NEXTWV.001VRIA	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	AU	Pending	2004203455	9/1/2000		
NEXTWV.001VRO	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	RO	Pending	A200200223	9/1/2000		
NEXTWV.001VRU	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	RU	Pending	2002104354	9/1/2000		

Monday, February 14, 2005

**EXHIBIT A**

Case Number	Title of Invention	Country	Status	Application Number	Filing	Patent Number	Issue
NEXTWV/001VSG	DISTRIBUTED CACHE FOR A WIRELESS COMMUNICATION SYSTEM	SG	Issued	2002008886-0	9/1/2000	86849	3/31/2004
NEXTWV/006A	ANTICIPATORY CACHING AT BASE STATIONS	US	Unfiled				
NEXTWV/007A	MOBILE CACHING	US	Unfiled				
NEXTWV/008A	MESH NETWORKS/CACHING INFORMATION AT CLIENT DEVICES	US	Unfiled				
NEXTWV/009A	USE OF CACHE AT BASE STATION WITH MULTI-CASTING AUDIO/VIDEO	FR	Unfiled				
NEXTWV/010A	DIGITAL WIRELESS TELECOMMUNICATION DEVICE FOR REDUCED INTERFERENCE WITH HEARING AIDS	US	Issued	08/69/0136	7/31/1996	5883927	03/16/1999

Monday, February 14, 2005

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