

PATENT ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	11/28/2008
CONVEYING PARTY DATA	
Name	Execution Date
Clearwire Corporation	11/26/2008
RECEIVING PARTY DATA	
Name:	Clearwire Sub LLC
Street Address:	4400 Carillon Point
City:	Kirkland
State/Country:	WASHINGTON
Postal Code:	98033
PROPERTY NUMBERS Total: 1	
Property Type	Number
Application Number:	12697089
CORRESPONDENCE DATA	
Fax Number:	(206)757-7021
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	206-757-8021
Email:	susanperkins@dwt.com
Correspondent Name:	Heather M. Colburn
Address Line 1:	1201 Third Avenue
Address Line 2:	Suite 2200
Address Line 4:	Seattle, WASHINGTON 98101
ATTORNEY DOCKET NUMBER:	65187-017US1
NAME OF SUBMITTER:	Heather M. Colburn
Total Attachments: 3 source=Assignment_Clearwire_Corp_to_Clearwire_Sub#page1.tif source=Assignment_Clearwire_Corp_to_Clearwire_Sub#page2.tif	

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"CLEARWIRE CORPORATION", A DELAWARE CORPORATION,
WITH AND INTO "CLEARWIRE SUB LLC" UNDER THE NAME OF
"CLEARWIRE SUB LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND
EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED
AND FILED IN THIS OFFICE THE TWENTY-SIXTH DAY OF NOVEMBER, A.D.
2008, AT 2:13 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF
THE AFORESAID CERTIFICATE OF MERGER IS THE TWENTY-EIGHTH DAY OF
NOVEMBER, A.D. 2008, AT 1:15 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.

4547736 8100M

081149232

You may verify this certificate online
at corp.delaware.gov/authver.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6990857

DATE: 11-26-08

PATENT
REEL: 025121 FRAME: 0240

**CERTIFICATE OF MERGER
OF
CLEARWIRE CORPORATION
a Delaware corporation
INTO
CLEARWIRE SUB LLC
a Delaware limited liability company**

(Under Section 264 of the Delaware General Corporation Law and
Section 18-209 of the Delaware Limited Liability Company Act)

Pursuant to the provisions of Title 8, Section 264 of the Delaware General Corporation Law and Title 6, Chapter 18, Section 209 of the Delaware Limited Liability Company Act, Clearwire Sub LLC, a Delaware limited liability company ("MergerSub"), executes and files this Certificate of Merger for the purpose of merging Clearwire Corporation, a Delaware corporation ("Clearwire Corporation"), with and into MergerSub and does hereby certify:

FIRST: The name and state of formation or organization of each of the constituent entities which is to merge are as follows:

<u>Name</u>	<u>Jurisdiction of Formation or Organization</u>
Clearwire Sub LLC	Delaware
Clearwire Corporation	Delaware

SECOND: The name of the surviving Delaware limited liability company is Clearwire Sub LLC.

THIRD: A Transaction Agreement and Plan of Merger dated as of May 7, 2008 (as amended, the "Merger Agreement") has been approved, adopted, certified, executed and acknowledged by each of the constituent entities pursuant to Title 8, Section 264(c) of the Delaware General Corporation Law and Title 6, Chapter 18, Section 209 of the Delaware Limited Liability Company Act.

FOURTH: The Certificate of Formation of MergerSub, as now in force and effect, shall continue to be the Certificate of Formation of the surviving Delaware limited liability company.

FIFTH: The Limited Liability Company Agreement of MergerSub, as now in force and effect, shall continue to be the Limited Liability Company Agreement of the surviving Delaware limited liability company.

SIXTH: The current officers and manager of MergerSub shall continue to be the officers and manager of the surviving Delaware limited liability company.

SEVENTH: The merger of Clearwire Corporation into MergerSub shall be effective on November 28, 2008 at 1:15 a.m. Eastern Standard Time.

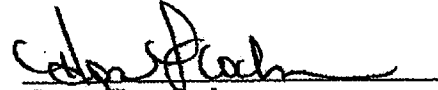
EIGHTH: The executed Merger Agreement is on file at 4400 Carillon Point, Kirkland, WA 98033, the office of the surviving Delaware limited liability company.

NINTH: A copy of the Merger Agreement will be furnished by the surviving Delaware limited liability company, on request and without cost, to any stockholder or member of any constituent entity.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Merger this
26th day of November, 2008.

CLEARWIRE SUB LLC, a Delaware
limited liability company

By: CLEARWIRE COMMUNICATIONS LLC,
its Manager

A handwritten signature in black ink, appearing to read 'Hope Cochran', written over a horizontal line.

Name: Hope Cochran

Title: Senior Vice President, Finance and
Treasurer

[Signature Page to the Certificate of Merger]