

NextWave Wireless Inc.  
Form 15-12B  
January 28, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 15**

**CERTIFICATION AND NOTICE OF TERMINATION OF REGISTRATION**  
**UNDER SECTION 12(g) OF THE SECURITIES EXCHANGE ACT OF 1934**  
**OR SUSPENSION OF DUTY TO FILE REPORTS UNDER SECTIONS 13 AND 15(d)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-33226

**NEXTWAVE WIRELESS INC.**

(Exact name of registrant as specified in its charter)

208 S. Akard St., Suite 3702

Dallas, Texas 75202

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(210) 821-4105

(Address, including zip code, and telephone number, including area code, of registrant's principal executive offices)

Common Stock, \$0.007 par value

(Title of each class of securities covered by this Form)

None

(Titles of all other classes of securities for which a duty to file reports under section 13(a) or 15(d) remains)

Please place an X in the box(es) to designate the appropriate rule provision(s) relied upon to terminate or suspend the duty to file reports:

Rule 12g-4(a)(1)	x
Rule 12g-4(a)(2)	..
Rule 12h-3(b)(1)(i)	x
Rule 12h-3(b)(1)(ii)	..
Rule 15d-6	..

Approximate number of holders of record as of the certification or notice date:

Common Stock:

0

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, NextWave Wireless Inc. has caused this certification/notice to be signed on its behalf by the undersigned duly authorized person.

Dated: January 25, 2013

**NEXTWAVE WIRELESS INC.**

By: /s/ Jonathan P. Klug  
Name: Jonathan P. Klug  
Title: Treasurer