

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