



DIVISION OF  
CORPORATION FINANCE

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

February 1, 2011

Via U.S. Mail

Mr. William T. Morrow  
Chief Executive Officer  
Clearwire Corporation  
4400 Carillon Point  
Kirkland, Washington 98033

**RE: Clearwire Corporation  
Form 10-K for the Year ended December 31, 2009  
Filed February 24, 2010**

**Definitive Proxy Statement on Schedule 14A  
Filed April 30, 2010**

**File No. 001-34196**

Dear Mr. Morrow:

We have completed our review of your Form 10-K and have no further comments at this time.

Sincerely,

/s/ Kathleen Krebs

for Larry Spigel  
Assistant Director

cc: Christopher A. Kitchen, Esq.  
Kirkland & Ellis LLP  
Via Facsimile: 212.446.6460