

ck
1285551

CERTNKS



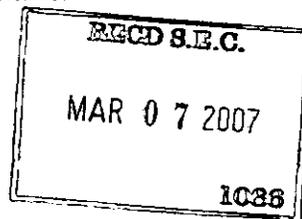
07046336

1-33349



THE NASDAQ STOCK MARKET
LISTING QUALIFICATIONS DEPARTMENT
3300 BLACKWELL ROAD
HICKVILLE, MA 01820

Michael S. Emen
Senior Vice President
Listing Qualifications



By Facsimile and First Class Mail

March 7, 2007

Mr. Brian K. Johnson
Office of Filings and Information Services
U.S. Securities and Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

PROCESSED
MAR 12 2007
B THOMSON
FINANCIAL

Dear Mr. Johnson:

This is to certify that on March 7, 2007 The Nasdaq Stock Market (the "Exchange") received from Clearwire Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Class A Common Stock, par value \$0.0001 per share

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

Michael Emen

PP

W.S.

ONE

SH