

Dynamic Spectrum Alliance, Inc. (the "Alliance")

Membership Application

Please complete and submit two copies of this application to the Alliance, together with the appropriate membership fee (as calculated below) or a request for invoice, if required by your organization. Membership rights and privileges will not commence until payment in full of membership fees have been received by the Alliance.

Name of Applicant: _____

Address of Applicant: _____

Business Contact: _____

Phone No: _____ Fax No.: _____ E-Mail _____

All legal and financial notices from the Alliance to the member will be sent to this e-mail address unless the member directs otherwise

Technical Contact: _____

Phone No: _____ Fax No.: _____ E Mail _____

All technical notices from the Alliance to the member will be sent to this e-mail address unless the member directs otherwise

Please select the appropriate Membership class:

Class	Annual Gross Revenue (last year)	Annual Membership Dues for Current Year
_____ Charter Member	N/A	\$40,000.00
_____ Promoter Member	N/A	\$20,000.00
_____ Advisor Member*	\$ _____	\$ _____
_____ Observer Member	N/A	\$0.00

*Advisor Member applicants only: Above, please specify revenues for your most recently completed fiscal year, and refer to the attached fee schedule when entering the appropriate Annual Membership Dues for the current year.

By signing below, the applicant acknowledges and agrees that, when signed and accepted by the Alliance, this application represents a binding contract between the parties and commits the applicant to (i) payment of annual Membership dues and fees as determined from time to time by the Board of Directors and (ii) comply with all the terms and conditions of the Alliance’s Certificate of Incorporation, Bylaws and Intellectual Property Rights Policy (the applicant hereby acknowledging receipt of copies of these documents) and such rules and policies as the Board of Directors and/or committees may from time to time adopt. The applicant certifies that it meets the conditions of Membership specified in the Bylaws and that, if applying for Advisor Membership, it has accurately stated its revenues in calculating the applicable Annual Membership Dues payable with respect to such Membership class. Additionally, applicant acknowledges that whenever it designates a contact or representative to the Alliance (whether in this application, for participation in a committee or working group, or otherwise), the Alliance will notify the individual of the designation and corresponding data privacy rights.

The Alliance may elect to avail itself of certain protections offered by the National Cooperative Research and Production Act of 1993, as amended, which requires disclosure of the names of all members of the Alliance. Accordingly, the undersigned hereby appoints such person who shall be the President or Chairperson or acting President or Chairperson of the Alliance as the undersigned's true and lawful attorney-in-fact and authorizes him or her to (1) notify government agencies of the undersigned's membership in the Alliance, (2) make, approve the form of, execute and deliver filings with government agencies on behalf of the Alliance and on behalf of the undersigned as a member of the Alliance indicating such membership, (3) receive notifications, including without limitation, notifications pursuant to the National Cooperative Research and Production Act on behalf of the Alliance and on behalf of the undersigned as a member of the Alliance, and (4) authorize and direct other officers of, and/or counsel to the Alliance, to do any of the foregoing acts. The Alliance will forward to the undersigned any notifications that it receives which are other than normal confirmations of filings and other administrative notices relating to all members.

Applicant Authorization:

 (Print Applicant Company Name)

Accepted:

 Dynamic Spectrum Alliance, Inc.

By: _____
 (signature)

By: _____

Name: _____

Name: _____

Title: _____

Title: _____

Date: _____

Date: _____

NOTE: THIS APPLICATION WILL NOT BE ACCEPTED IN THE EVENT THAT THE APPLICANT HAS A STOCKHOLDER THAT OWNS, DIRECTLY OR INDIRECTLY, MORE THAN 50% OF THE VOTING RIGHTS IN THE APPLICANT (A “PARENT”), UNLESS THAT STOCKHOLDER COUNTERSIGNS (OR, IF SUCH STOCKHOLDER ALSO HAS A ”PARENT”,

THEN THE ULTIMATE DIRECT OR INDIRECT “PARENT” OF THE APPLICANT MUST COUNTERSIGN) THIS APPLICATION IN THE SPACE PROVIDED BELOW.

The undersigned hereby (i) acknowledges that it has read and understands the foregoing Agreement, (ii) certifies that it is the ultimate Parent of the Applicant, (iii) agrees, on its own behalf and on behalf of each of its direct and indirect subsidiaries, to be bound by all of the terms of all rules, policies and provisions of the Consortium relating to intellectual property rights as may from time to time be in force, as if the Applicant, the undersigned and each direct and indirect subsidiary of the undersigned were collectively a single Member of the Consortium, (iv) certifies that it is authorized by each of its direct and indirect subsidiaries to bind such affiliates and subsidiaries in accordance with clause (iii) of this paragraph, and (v) commits to cause each of its direct and indirect subsidiaries to act in compliance with the foregoing undertakings.

Ultimate Parent Name: _____

Company Address: _____

By: _____

Print Name: _____

Title: _____

Date: _____

Advisor Member Fee Schedule

Annual Gross Revenue (last year)	Annual Membership Dues (Current Year)
< \$250,000	\$1,000.00
\$250,000 < \$3,000,000	\$2,500.00
\$3,000,000 < \$5,000,000	\$5,000.00
\$5,000,000 or above	\$10,000.00