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01-04-1999

Docket No.:

ROC1-BD70

Tab settings



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shd original documents or copy thereof.

1. Name of conveying party(ies): MRO 2-28-98

Rockwell Semiconductor Systems, Inc.
4311 Jamboree Road
Newport Beach, California 92660

- Individual(s)
- General Partnership
- Corporation-State Delaware
- Other
- Association
- Limited Partnership

Additional names(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 14, 1998

2. Name and address of receiving party(ies):

Name: Conexant Systems, Inc.

Internal Address:

Street Address: 4311 Jamboree Road

City: Newport Beach, State: CA ZIP: 92660

- Individual(s) citizenship
- Association
- General Partnership
- Limited Partnership
- Corporation-State Delaware
- Other

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No

(Designations must be a separate document from Assignment)

Additional name(s) & address(es) attached? Yes No

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

75/516,383

B. Trademark Registration No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Albin H. Gess

Internal Address: Price, Gess & Ubell

Street Address: 2100 S.E. Main Street, Suite 250

City: Irvine, State: CA ZIP: 92614

6. Total number of applications and registrations involved:.....

1

7. Total fee (37 CFR 3.41):.....\$ \$40.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

16-2462

12/31/1998 DNGUYEN 00000232 75516383

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40.00 DP

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Albin H. Gess

Name of Person Signing

Signature

December 22, 1998

Date

Total number of pages including cover sheet, attachments, and document:

4

TRADEMARK

REEL: 1834 FRAME: 0258

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ROCKWELL SEMICONDUCTOR SYSTEMS, INC.", CHANGING ITS NAME FROM "ROCKWELL SEMICONDUCTOR SYSTEMS, INC." TO "CONEXANT SYSTEMS, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF OCTOBER, A.D. 1998, AT 4:30 O'CLOCK P.M.



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981455709

A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

AUTHENTICATION: 9434221

DATE: 12-02-98

TRADEMARK
REEL: 1834 FRAME: 0259

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
ROCKWELL SEMICONDUCTOR SYSTEMS, INC.

Pursuant to Section 242 of the General
Corporation Law of the State of Delaware

Rockwell Semiconductor Systems, Inc., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify as follows:

FIRST: Resolutions setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and directing that said amendment be submitted to the sole shareowner of the Corporation for its consideration were duly adopted by the unanimous written consent of the Board of Directors of the Corporation dated as of October 13, 1998.

SECOND: Thereafter, said amendment was approved in accordance with Section 228 of the General Corporation law of the State of Delaware by the Consent of Sole Shareowner of the Corporation dated as of October 13, 1998.

THIRD: Said amendment would amend the Certificate of Incorporation of the Corporation by deleting Article FIRST and substituting in lieu thereof the following new Article FIRST, to read in its entirety as follows:


"FIRST: The name of the Corporation is
Conexant Systems, Inc."

FOURTH: Said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FIFTH: Said amendment shall become effective immediately upon filing of this Certificate of Amendment of Certificate of Incorporation with the Secretary of State of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its officer thereunto duly authorized this 14th day of October, 1998.

ROCKWELL SEMICONDUCTOR SYSTEMS, INC.

BY: 
Dwight N. Decker
President and Chief Executive
Officer