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U.S. Department of Commerce
Patent and Trademark Office

U.S. Patent & TMOFc/TM Mail Rcpt Dt. #67

101296811

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof:

1. Name of conveying party(ies)
Rockwell Semiconductor Systems, Inc.

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

Additional name(s) of conveying Party(ies) attached?
 Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
 Execution Date: October 14, 1998

2. Name and address of receiving party(ies):
 Name: Conexant Systems, Inc.
 Internal Address: 4311 Jamboree Rd. E09-900
 Street Address: _____
 City: Newport Beach State: CA Zip: 92660

Individual(s) citizenship _____
 Association _____
 General Partnership: _____
 Limited Partnership: _____
 Corporation - State: Deleware
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
 (Designation must be a separate document from Assignment)
 Additional Name(s) & address(es) attached:
 Yes No

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s):
75/578210
 Additional numbers attached? Yes No

B. Trademark Registration No.(s):
 Yes No

5. Name and address of party to whom correspondence concerning documents should be mailed:
 Name: Sam Talpalatsky, Esq.
 Internal Address: Conexant Systems, Inc.
 Street Address: 4311 Jamboree Rd. E09-900
 City Newport Beach State CA Zip 92660

6. Total number of applications and registrations involved: 1

7. Total fee (37 CFR 3.41): \$ 40.00 E
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 500835
 (Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

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.

Daniel N. Yannuzzi
 Name of Person Signing

Signature

2/8/00
 Date

Total number of pages including cover sheet, attachments and document: 4

OMB No. 0651-0011

Do not detach this portion

Mail documents to be recorded with required cover sheet information to:

03/24/2000 TTON11 00000196 500835 75578210
 01 FC-481 40.00 CH

Commissioner of Patents and Trademarks
 Box Assignments
 Washington, D.C. 20231

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LC941110.056/7+

TRADEMARK
REEL: 002038 FRAME: 0714

Office of the Secretary of State

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.



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

Edward J. Freel, Secretary of State

2650153 8100

991151248

AUTHENTICATION: 9692557

DATE: 04-19-99

TRADEMARK
REEL: 002038 FRAME: 0715

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:

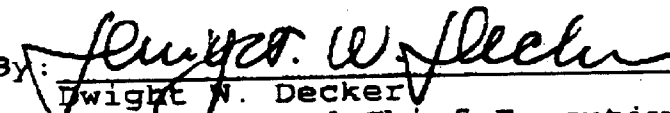
"FIRST: The name of the Corporation is
Conexant Systems, Inc."

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