

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Certificate of Conversion from Inc. to LLC		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Techwell, Inc.		06/18/2011	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Techwell LLC		
Street Address:	408 East Plumeria Drive		
City:	San Jose		
State/Country:	CALIFORNIA		
Postal Code:	95134		
Entity Type:	LIMITED LIABILITY COMPANY: DELAWARE		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Serial Number:	77758792	SLOC	
CORRESPONDENCE DATA			
Fax Number:	(415)442-1000		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	(415) 442-1301		
Email:	coakley@morganlewis.com, sfrademarks@morganlewis.com, patricia.marquez@morganlewis.com		
Correspondent Name:	Carla B. Oakley		
Address Line 1:	One Market Street		
Address Line 2:	Spear Tower		
Address Line 4:	San Francisco, CALIFORNIA 94105		
ATTORNEY DOCKET NUMBER:	060410.2020		
NAME OF SUBMITTER:	Carla B. Oakley		
Signature:	/cbo/		

CH \$40.00 77758792

Date:

07/21/2011

Total Attachments: 4

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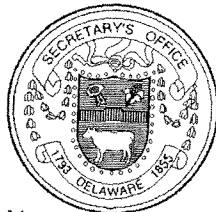
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Delaware

PAGE 1

The First State


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF CONVERSION OF A DELAWARE CORPORATION UNDER THE NAME OF "TECHWELL, INC." TO A DELAWARE LIMITED LIABILITY COMPANY, CHANGING ITS NAME FROM "TECHWELL, INC." TO "TECHWELL LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2010, AT 12:57 O'CLOCK P.M.



4049698 8100V

100670357

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8063171

DATE: 06-18-10

TRADEMARK
REEL: 004588 FRAME: 0172

Delaware

PAGE 2

The First State

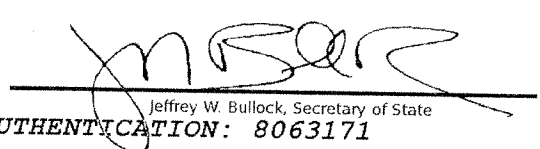
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "TECHWELL LLC" FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2010, AT 12:57 O'CLOCK P.M.



4049698 8100V

100670357

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 8063171

DATE: 06-18-10

TRADEMARK
REEL: 004588 FRAME: 0173

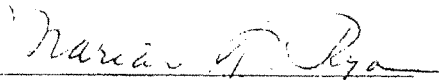
CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY
OF
TECHWELL, INC.

This Certificate of Conversion to Limited Liability Company, dated as of June 18, 2010, hereby is executed and filed by Techwell, Inc., a Delaware corporation (the "Corporation"), and by an authorized person of Techwell LLC, a Delaware Limited Liability Company (the "LLC"), to convert the Corporation to the LLC, under the Delaware Limited Liability Company Act (6 Del. C. Sec. 18-101 et seq.) and the General Corporation Law of the State of Delaware (8 Del. C. Sec. 101, et seq.) (the "GCL").

1. The name of the Corporation is Techwell, Inc., and the name under which the Corporation originally was incorporated is Techwell Reincorporation Sub, Inc.
2. The Certificate of Incorporation of the Corporation was filed with the Office of the Secretary of State of the State of Delaware on November 16, 2005.
3. The name of the LLC, a Delaware limited liability company, into which the Corporation shall be converted as set forth in its Certificate of Formation is Techwell LLC.
4. The conversion of the Corporation to the LLC has been approved in accordance with the provisions of Section 266 of the GCL.
5. This Certificate of Conversion shall become effective on June 18, 2010.

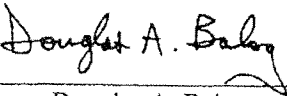
IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company on the 18th day of June, 2010.

Techwell LLC



Name: Marian T. Ryan
Authorized Person

Techwell, Inc.

By: 

Name: Douglas A. Balog
Title: Assistant Corporate Secretary

CERTIFICATE OF FORMATION
OF
TECHWELL LLC

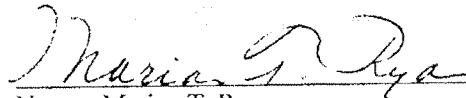
The undersigned, an authorized person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, and referred to as the "Delaware Limited Liability Company Act"), hereby certifies that:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company") is: Techwell LLC.

SECOND: The address of the registered office and the name of the registered agent of the limited liability company required to be maintained by Section 18-104 of the Delaware Limited Liability Company Act are: The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, New Castle County, DE 19801.

THIRD: This Certificate of Formation shall become effective on June 18, 2010.

Executed this 18th day of June, 2010.



Name: Marian T. Ryan
Authorized Person