

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT		
<b>NATURE OF CONVEYANCE:</b>	Certificate of Conversion		
<b>CONVEYING PARTY DATA</b>			
<b>Name</b>	<b>Formerly</b>	<b>Execution Date</b>	<b>Entity Type</b>
Techwell, Inc.		06/18/2010	CORPORATION: DELAWARE
<b>RECEIVING PARTY DATA</b>			
<b>Name:</b>	Techwell LLC		
<b>Street Address:</b>	408 East Plumeria Drive		
<b>City:</b>	San Jose		
<b>State/Country:</b>	CALIFORNIA		
<b>Postal Code:</b>	95134		
<b>Entity Type:</b>	LIMITED LIABILITY COMPANY: DELAWARE		
<b>PROPERTY NUMBERS Total: 1</b>			
<b>Property Type</b>	<b>Number</b>	<b>Word Mark</b>	
<b>Registration Number:</b>	3210542	TECHWELL	
<b>CORRESPONDENCE DATA</b>			
<b>Fax Number:</b>	(415)442-1001		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
<b>Phone:</b>	(415) 442-1301		
<b>Email:</b>	coakley@morganlewis.com, patricia.marquez@morganlewis.com, sftrademarks@morganlewis.com		
<b>Correspondent Name:</b>	Carla B. Oakley		
<b>Address Line 1:</b>	1 Market Street, Spear Street Tower		
<b>Address Line 4:</b>	San Francisco, CALIFORNIA 94105		
<b>ATTORNEY DOCKET NUMBER:</b>	060410.2010		
<b>NAME OF SUBMITTER:</b>	Carla B. Oakley		
<b>Signature:</b>	/cbo/		

CH \$40.00 3210542

Date:

07/29/2011

**Total Attachments: 4**

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# Delaware

PAGE 1

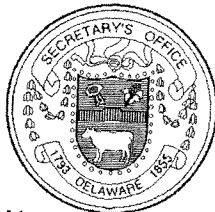
*The First State*


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](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8063171

DATE: 06-18-10

TRADEMARK  
REEL: 004594 FRAME: 0515

# Delaware

PAGE 2

*The First State*

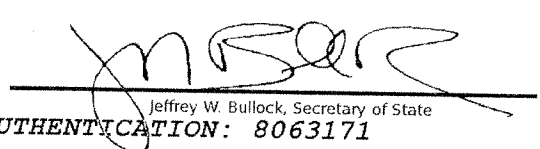
I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE ATTACHED IS A TRUE AND CORRECT COPY OF CERTIFICATE OF FORMATION OF "TECHWELL LLC" FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF JUNE, A.D. 2010, AT 12:57 O'CLOCK P.M.



4049698 8100V

100670357

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8063171

DATE: 06-18-10

TRADEMARK  
REEL: 004594 FRAME: 0516

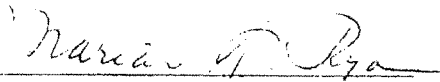
**CERTIFICATE OF CONVERSION TO LIMITED LIABILITY COMPANY**  
**OF**  
**TECHWELL, INC.**

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.

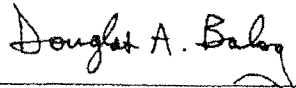
IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion to Limited Liability Company on the 18<sup>th</sup> day of June, 2010.

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**

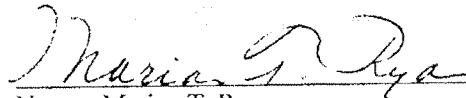
The undersigned, an authorized person, for the purpose of forming a limited liability company, under the provisions and subject to the requirements of the State of Delaware (particularly Chapter 18, Title 6 of the Delaware Code and the acts amendatory thereof and supplemental thereto, and known, identified, 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 18<sup>th</sup> day of June, 2010.



Name: Marian T. Ryan  
Authorized Person