IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
	)	
CONEXANT SYSTEMS, INC., *et al.*,[1]	)	Case No. 13-10367 (MFW)
	)	
Debtors.	)	Jointly Administered

NOTICE OF APPEARANCE AND REQUEST FOR SERVICE OF PAPERS

PLEASE TAKE NOTICE that Uptown Newport LP ("Uptown") hereby appears in the above-captioned cases through its counsel, Morrison & Foerster LLP and Ashby & Geddes, P.A. and, pursuant to Rules 2002, 9007 and 9010 of the Federal Rules of Bankruptcy Procedure and 11 U.S.C. §§ 102(1), 342 and 1109(b), requests that all notices given or required to be given in these cases or any related adversary proceeding and all papers served or required to be served in these cases be given and served upon:

MORRISON & FOERSTER LLP
Adam A. Lewis, Esq.
425 Market Street
San Francisco, CA 94105
Telephone: (415) 268-7000
Facsimile: (415) 268-7522
Email: alewis@mofo.com

ASHBY & GEDDES, P.A.
William P. Bowden, Esq.
500 Delaware Avenue, 8th Floor
P.O. Box 1150
Wilmington, DE 19899-1150
Telephone: (302) 654-1888
Facsimile: (302) 654-2067
Email: wbowden@ashby-geddes.com

PLEASE TAKE FURTHER NOTICE that this request for notice and service includes copies of all papers, including, but not limited to, reports, pleadings, motions, applications or petitions, schedules, plans, disclosure statements, and answering or reply papers filed in these cases or any related adversary proceeding and that such service be by mailing one copy of each, unless otherwise directed by the Court, to the parties listed above.

[1] The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal taxpayer identification number, are: Conexant Systems, Inc. (9439); Conexant CF, LLC (6434); Brooktree Broadband Holding, Inc. (5436); Conexant, Inc. (8218); and Conexant Systems Worldwide, Inc. (0601). The Debtors' main corporate address is 4000 MacArthur Blvd., Newport Beach, California 92660.

PLEASE TAKE FURTHER NOTICE that Uptown intends that neither this Notice of Appearance nor any former or later pleading, claim or suit shall waive (1) the right to have final orders in non-core matters entered only after de novo review by the United States District Court for the District of Delaware (the "District Court"), (2) the right to trial by jury in any proceeding so triable in these cases or any case, controversy or proceeding related to these cases, (3) the right to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal or (4) any other rights, claims, actions, defenses, set-offs, or recoupments to which Uptown is or may be entitled under agreements in law or in equity.

Dated: March 27, 2013

ASHBY & GEDDES, P.A.

/s/ William P. Bowden

William P. Bowden (#2553)
500 Delaware Avenue, 8th Floor
P.O. Box 1150
Wilmington, DE 19899
Telephone: (302) 654-1888
Facsimile: (302) 654-2067
E-Mail: wbowden@ashby-geddes.com

- and -

MORRISON & FOERSTER LLP
Adam A. Lewis
425 Market Street
San Francisco, CA 94105
Telephone: (415) 268-7000
Facsimile: (415) 268-7522
E-Mail: alewis@mofo.com

Attorneys for Uptown Newport LP