

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:))	Chapter 11
))	
CONEXANT SYSTEMS, INC., <i>et al.</i> , ¹))	Case No. 13-10367 (MFW)
))	
Debtors.))	Jointly Administered

**FIRST MONTHLY FEE APPLICATION OF KLEHR HARRISON HARVEY
BRANZBURG LLP FOR PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS CO-COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM FEBRUARY 28, 2013 THROUGH MARCH 31, 2013**

Name of Applicant:	<u>Klehr Harrison Harvey Branzburg LLP</u>
Authorized to Provide Professional Services to:	<u>Debtors and Debtors-In-Possession</u>
Date of Retention:	<u>nunc pro tunc to Petition Date</u>
Period for which compensation and reimbursement is sought:	<u>February 28, 2013 through March 31, 2013</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$75,314.00</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$634.60</u>
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final application

This is the FIRST monthly fee application filed in this case.

Prior Applications: N/A

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); Conexant Systems Worldwide, Inc. (0601). The Debtors' main corporate address is 4000 MacArthur Blvd., Newport Beach, California 92660.

TIME AND COMPENSATION BREAKDOWN

NAME OF PROFESSIONAL PERSON	POSITION/ NUMBER OF YEARS	HOURLY BILLING RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Morton R. Branzburg	Partner-Admitted to Bar 1976; Formed KHHB in 1984 as a founding Partner	\$650.00	15.10	\$9,815.00
Domenic Pacitti	Partner-Admitted to Bar 1987; Joined firm 2007	\$550.00	53.10	\$29,205.00
Michael Yurkewicz	Of Counsel-Admitted to Bar 1998; Joined firm 2004	\$400.00	84.80	\$33,920.00
Melissa Hughes	Paralegal	\$180.00	11.50	\$2,070.00
Chadd Fitzgerald	Paralegal	\$160.00	1.90	\$304.00
TOTALS			166.40	<u>\$75,314.00</u>
BLENDED RATE				<u>\$452.61</u>

COMPENSATION BY PROJECT CATEGORY

PROJECT CATEGORY	TASK CODES	TOTAL HOURS BILLED	TOTAL COMPENSATION
Cash Collateral	CC	2.00	\$1,200.00
Executory Contracts/Lease	E	32.00	\$14,435.00
General Case Administration	G	109.10	\$47,471.00
Court Hearings	H	7.50	\$4,125.00
Lift Stay Litigation	L	1.50	\$705.00
Plan of Reorganization	PO	6.10	\$3,455.00
Motions	R	0.70	\$280.00
Retention of Applicant	RA	5.70	\$2,838.00
Retention of Others	RO	1.80	\$805.00
TOTAL		166.40	<u>\$75,314.00</u>

EXPENSE SUMMARY

EXPENSE CATEGORY	SERVICE PROVIDER	TOTAL COMPENSATION
Photocopying	In House	\$854.60
Travel		\$90.00
Filing Fees	Bankruptcy Court	\$125.00
Special Copy	Parcels	(\$435.00)
TOTAL		<u>\$634.60</u>

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**FIRST MONTHLY FEE APPLICATION OF
KLEHR HARRISON HARVEY BRANZBURG LLP
FOR PAYMENT OF COMPENSATION AND REIMBURSEMENT
OF EXPENSES AS CO-COUNSEL TO THE DEBTORS
FOR THE PERIOD FROM FEBRUARY 28, 2013 THROUGH MARCH 31, 2013**

Klehr Harrison Harvey Branzburg LLP ("Klehr Harrison"), co-counsel to Conexant Systems, Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), hereby submits its first monthly application (the "Application") for entry of an order pursuant to section 331 of title 11 of the United States Code, 11 U.S.C. §§101 et seq., as amended (the "Bankruptcy Code") granting it interim compensation and reimbursement of expenses for the period from February 28, 2013 through March 31, 2013. In support hereof, Klehr Harrison respectfully represents as follows:

**I. JURISDICTION, VENUE AND STATUTORY
PREDICATES FOR RELIEF SOUGHT**

1. This Court has jurisdiction over this Application pursuant to 28 U.S.C. §1334. This is a core proceeding pursuant to 28 U.S.C. §157(b)(2)(A) and (B). Venue of this proceeding and this

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); Conexant Systems Worldwide, Inc. (0601). The Debtors' main corporate address is 4000 MacArthur Blvd., Newport Beach, California 92660.

Application is proper in this District pursuant to 28 U.S.C. §§1408 and 1409. The statutory predicate for the relief sought herein is section 331 of the Bankruptcy Code.

II. BACKGROUND

2. On February 28, 2013 (the "Petition Date"), the Debtors each filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtors have continued in the management of its businesses and operation of its properties pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

3. In accordance with the provisions of section 1102(b) of the Bankruptcy Code, on March 8, 2013, the United States Trustee appointed an official committee of unsecured creditors (the "Committee") in the Debtor's case.

4. On April 11, 2013, this Court entered an Order [Docket No. 167] approving the retention of Klehr Harrison as co-counsel to the Debtors, *nunc pro tunc* to the Petition Date. A true and correct copy of the retention order is attached hereto as Exhibit "A".

5. Klehr Harrison has continuously rendered services on behalf of the Debtors for the period from February 28, 2013 through March 31, 2013 (the "Compensation Period"), totaling 166.40 hours of professional time.

6. Attached hereto as Exhibit "B" is a full and detailed statement describing the professional services rendered by each Klehr Harrison attorney and paraprofessional during the Compensation Period.

7. The total sum due to Klehr Harrison for professional services rendered on behalf of the Debtors for the Compensation Period is \$75,314.00. Klehr Harrison submits that the professional services it rendered on behalf of the Debtor during this time were reasonable and necessary.

8. Klehr Harrison also expended costs on behalf of the Debtor in the sum of \$634.60 during

the Compensation period. Attached hereto as Exhibit "C" is an itemized list of expenses incurred during the compensation period. In accordance with Local Bankruptcy Rule 2016-2(e)(iii), the line designated "Photocopying" represents in-house copying based on a cost of \$0.10 per page.

9. Klehr Harrison accordingly seeks allowance of the sum of \$75,314.00 in fees and \$634.60 in expenses, for a total of \$75,948.60.

The undersigned hereby attests that he has reviewed the requirements of Local Rule 2016-1 and this Application conforms to such requirements.

WHEREFORE, Klehr Harrison hereby requests: (i) interim allowance of compensation for necessary and valuable professional services rendered to the Debtors in the sum of \$75,314.00 and reimbursement of actual and necessary expenses incurred in the sum of \$634.60 for the period from February 28, 2013 through March 31, 2013; (ii) payment in the total amount of \$60,885.80, representing 80% of the total fees (\$60,251.20) billed and 100% of the expenses (\$634.60) incurred during the Application Period, as provided under the Interim Compensation Order; and (iii) such other relief as this Court deems just and proper.

Dated: April 30, 2013
Wilmington, Delaware

/s/ Domenic E. Pacitti

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