

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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In re:	)	
	)	Chapter 11
	)	
CONEXANT SYSTEMS, INC., <i>et al.</i> , <sup>1</sup>	)	Case No. 13-10367 (MFW)
	)	
Debtors.	)	Jointly Administered
	)	
	)	<b>Related to Docket No. 206</b>

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**CERTIFICATION OF COUNSEL REGARDING  
FINDINGS OF FACT, CONCLUSIONS OF LAW AND  
ORDER CONFIRMING THE SECOND MODIFIED JOINT PLAN OF  
REORGANIZATION OF CONEXANT SYSTEMS, INC. AND ITS DEBTOR  
AFFILIATES PURSUANT TO CHAPTER 11 OF THE BANKRUPTCY CODE**

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The undersigned hereby certifies that:

1. On April 19, 2013, the debtors and debtors in possession (collectively, the “*Debtors*”), in the above-captioned cases, filed the *Second Modified Joint Plan of Reorganization of Conexant Systems, Inc. and Its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the “*Plan*”) [Docket No. 206].

2. On June 4, 2013, the Court conducted a confirmation hearing (the “*Confirmation Hearing*”) with respect to the Plan.

3. At the Confirmation Hearing, the Debtors submitted to the Court proposed *Findings of Fact, Conclusions of Law and Order Confirming The Second Modified Joint Plan of Reorganization of Conexant Systems, Inc. and its Debtor Affiliates Pursuant to Chapter 11 of the Bankruptcy Code* (the “*Initial Confirmation Order*”).

4. The Debtors indicated to the Court that the parties would review the proposed Initial Confirmation Order and submit same, with any revisions, to the Court.

<sup>1</sup> 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.

5. The undersigned further certifies that the Debtors circulated a revised Confirmation Order (the “***Confirmation Order***”) to each of the parties that appeared at the Confirmation Hearing and who filed objections to the Plan, which incorporated the proposed changes from each of these parties.

6. Attached hereto as **Exhibit A** is a revised, fully consensual proposed Confirmation Order.

7. A blackline of the Confirmation Order showing changes made to Initial Confirmation Order is attached hereto as **Exhibit B**.

8. Accordingly, the Debtors request entry of the proposed Confirmation Order attached hereto as **Exhibit A** at the Court’s convenience.

*[The remainder of this page is intentionally left blank.]*

Dated: June 5, 2013  
Wilmington, Delaware

*/s/ Michael W. Yurkewicz*

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