

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

In re:

CONEXANT SYSTEMS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 13-10367 (MFW)

(Joint Administration Requested)

**MOTION AND ORDER FOR ADMISSION
PRO HAC VICE OF LINDSAY ZAHRADKA**

Pursuant to Rule 9010-1 of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware and the attached certification, counsel moves the admission *pro hac vice* of Lindsay Zahradka, Esq. of Akin Gump Strauss Hauer & Feld LLP to represent QP SFM Capital Holdings Ltd. in the chapter 11 cases of the above-captioned debtors and debtors-in-possession.

Dated: March 1, 2013
Wilmington, Delaware

Respectfully submitted,

PEPPER HAMILTON LLP


/s/ Michael J. Custer

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Counsel for QP SFM Capital Holdings Ltd.

¹ The Debtors in these cases, along with the last four digits of each Debtor's federal tax identification number and state of incorporation, 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.

CERTIFICATION BY COUNSEL TO BE ADMITTED *PRO HAC VICE*

Pursuant to Local Rule 9010-1, I certify that I am eligible for admission to this Court, am admitted, practicing and in good standing as a member of the Bar of the State of New York and the United States District Court for the Southern District of New York, and submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the preparation or course of this action. I also certify that I am generally familiar with this Court's Local Rules and with Standing Order for District Court Fund revised 7/23/09. I further certify that the annual fee of \$25.00 has been paid to the Clerk of Court for District Court.



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ORDER GRANTING MOTION

IT IS HEREBY ORDERED counsel's motion for admission *pro hac vice* is granted.

Date: _____, 2013

HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE