

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

)	Chapter 11
In re:)	
)	Case No. 13-10367 (MFW)
CONEXANT SYSTEMS, INC., <i>et al.</i> , ¹)	(Jointly Administered)
)	
Reorganized Debtors.)	Re: Docket Entry No. 446

**ORDER SUSTAINING LIQUIDATING TRUSTEE’S
FIFTH OMNIBUS (SUBSTANTIVE) OBJECTION
TO CERTAIN NO LIABILITY UNLIQUIDATED CLAIMS**

Upon consideration of the *Liquidating Trustee’s Fifth Omnibus (Substantive) Objection to Certain No Liability Unliquidated Claims* (the “Fifth Trust Omnibus Objection”),² dated January 27, 2014; and it appearing that notice of the Fifth Trust Omnibus Objection was good and sufficient under the particular circumstances and that no other or further notice need be given; and the Court having considered the Fifth Trust Omnibus Objection, the claims identified on Exhibit A attached thereto, the Mastil Declaration in support of the Fifth Trust Omnibus Objection, and any responses to the Fifth Trust Omnibus Objection; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor; it is hereby **FOUND AND DETERMINED THAT:**

1. This Court has jurisdiction of this proceeding to determine the Fifth Trust Omnibus Objection pursuant to 28 U.S.C. § 1334, and the proceeding is a core proceeding under 28 U.S.C. § 157(b)(2); and

¹ The Reorganized Debtor in this case, along with the last four digits of the Reorganized Debtor’s federal tax identification number, is Conexant Systems, Inc. (9439). The Reorganized Debtor’s main corporate address is 4000 MacArthur Blvd., Newport Beach, California 92660. The chapter 11 cases of the Reorganized Debtor’s affiliated debtors have been closed.

² Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the Fifth Trust Omnibus Objection and, if not defined therein, the Plan.

2. The Liquidating Trustee has complied with the requirements of Local Bankruptcy Rule 3007-1; and

3. Each holder of a claim (as to each, a "Claim") identified on Exhibit A attached hereto was properly and timely served with a copy of the Notice of the Fifth Trust Omnibus Objection, the Fifth Trust Omnibus Objection, the accompanying exhibits including the form of this Order, and the Mastil Declaration in Support of the Fifth Trust Omnibus Objection; and

4. Any entity known to have an interest in the Claims subject to the Fifth Trust Omnibus Objection has been afforded reasonable opportunity to respond to, or be heard regarding, the relief requested in the Fifth Trust Omnibus Objection; and

5. The relief requested in the Fifth Trust Omnibus Objection is in the best interests of the Debtors, their estates, their creditors, and other parties in interest; and

IT IS THEREFORE:

ORDERED, that the Fifth Trust Omnibus Objection is SUSTAINED; and it is further

ORDERED, that the Unsupported Unliquidated Claims identified on the attached Exhibit A are hereby disallowed in their entirety; and it is further

ORDERED, that Fifth Trust Omnibus Objection as to Zoom Telephonics Inc.'s Claim No. 103 is continued until March 26, 2014 at 10:30 a.m. (Eastern); and it is further

ORDERED, that the Liquidating Trustee may direct the Notice, Claims, and Balloting Agent to amend the Claims Register to reflect the disallowance of the Unsupported Unliquidated Claims, and the Claims Register shall be so amended; and it is further

ORDERED that the Liquidating Trustee's rights and the rights of any other parties permitted under the Plan to object to any of the Claims or any other claims (filed or not) which

may be asserted against the Debtors on any other grounds are preserved. Additionally, should one or more of the grounds of objection stated in the Fifth Trust Omnibus Objection be overruled, the Liquidating Trustee's rights to object on other stated grounds or on any other grounds that the Liquidating Trustee discovers during the pendency of these cases are further preserved; and it is further

ORDERED, that, without limiting the generality of the foregoing, the Liquidating Trustee's rights and the rights of other parties permitted to object to any of the Claims (i) pursuant to section 502(d) of the Bankruptcy Code and (ii) on the basis that such Claim was filed against the wrong Debtor are preserved; and it is further

ORDERED, that this Court shall retain jurisdiction over any matters related to or arising from the Fifth Trust Omnibus Objection or the implementation of this Order; and it is further

ORDERED, that each Claim and the objections by the Liquidating Trustee to such Claim, as set forth on Exhibit A hereto, constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014 and Local Bankruptcy Rule 3007-1. This Order shall be deemed a separate Order with respect to each Claim. Any stay of this Order pending appeal by any claimants whose Claims are subject to this Order shall only apply to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters identified in the Fifth Trust Omnibus Objection or this Order.

Dated: _____, 2014
Wilmington, Delaware

THE HONORABLE MARY F. WALRATH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

Disallowed Unliquidated Claims

Name of Claimant	Disallowed Unliquidated Claims
Brookstone Law PC	128
Dominik, David C.	118
Hewlett-Packard Company	101
Ironwood Electronics, Inc.	33
Knoll, John D.	119
Rappaport, Andy	117
Stony Brook Associates LLC	140
Teco Image Systems Co. Ltd	85
Teco Image Systems Co. Ltd	86
Teco Image Systems Co. Ltd	136
U.S. Customs and Border Protection	5