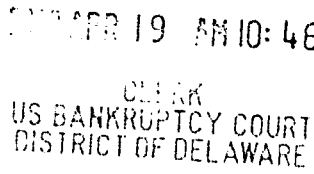
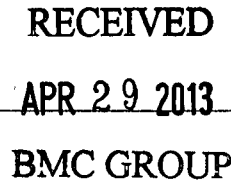
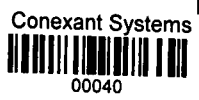
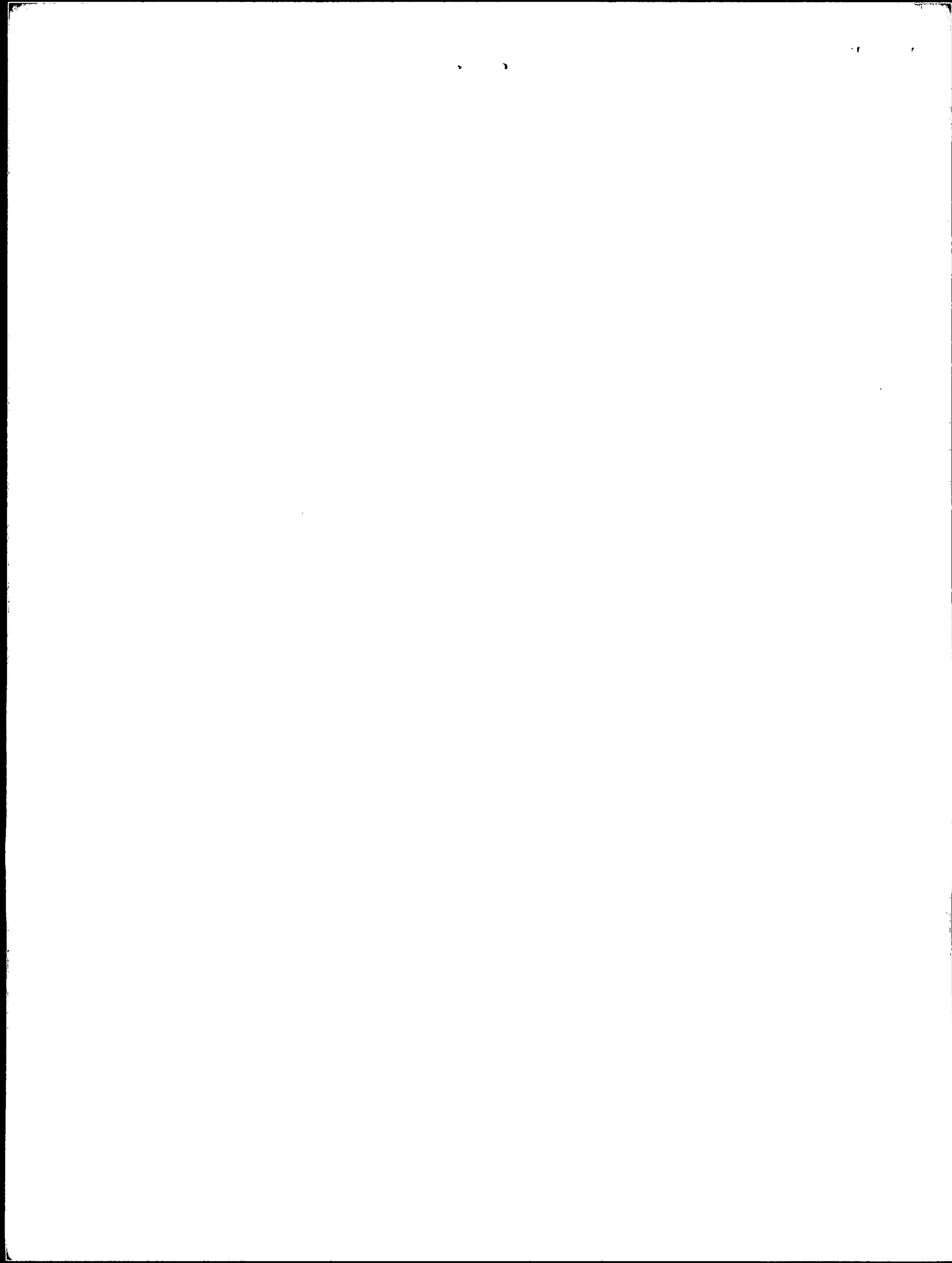


UNITED STATES BANKRUPTCY COURT		District of Delaware	PROOF OF CLAIM
Name of Debtor: Conexant Systems, Inc.		Case Number: 13-10367 (MFW)	
NOTE: Do not use this form to make a claim for an administrative expense that arises after the bankruptcy filing. You may file a request for payment of an administrative expense according to 11 U.S.C. § 503.			
Name of Creditor (the person or other entity to whom the debtor owes money or property): Premier Office Centers, LLC, dba Premier Business Centers		COURT USE ONLY	
Name and address where notices should be sent: Thomas J. Polis, Esq. Polis & Associates, APLC 19800 MacArthur Boulevard, Suite 1000, Irvine, CA 92612			
Telephone number: (949) 862-0040 email: tom@polis-law.com			
Name and address where payment should be sent (if different from above):		<input type="checkbox"/> Check this box if this claim amends a previously filed claim. Court Claim Number: _____ (If known) Filed on: _____	
Telephone number: _____ email: _____		<input type="checkbox"/> Check this box if you are aware that anyone else has filed a proof of claim relating to this claim. Attach copy of statement giving particulars.	
1. Amount of Claim as of Date Case Filed: \$ <u>468,162.00</u> If all or part of the claim is secured, complete item 4. If all or part of the claim is entitled to priority, complete item 5. <input type="checkbox"/> Check this box if the claim includes interest or other charges in addition to the principal amount of the claim. Attach a statement that itemizes interest or charges.			
2. Basis for Claim: <u>Breach of Office Lease</u> (See instruction #2)			
3. Last four digits of any number by which creditor identifies debtor: _____		3a. Debtor may have scheduled account as: _____ (See instruction #3a)	3b. Uniform Claim Identifier (optional): _____ (See instruction #3b)
4. Secured Claim (See instruction #4) Check the appropriate box if the claim is secured by a lien on property or a right of setoff, attach required redacted documents, and provide the requested information.		Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____	
Nature of property or right of setoff: <input type="checkbox"/> Real Estate <input type="checkbox"/> Motor Vehicle <input type="checkbox"/> Other Describe: _____		Basis for perfection: _____	
Value of Property: \$ _____		Amount of Secured Claim: \$ _____	
Annual Interest Rate _____% <input type="checkbox"/> Fixed or <input type="checkbox"/> Variable (when case was filed)		Amount Unsecured: \$ _____	
5. Amount of Claim Entitled to Priority under 11 U.S.C. § 507 (a). If any part of the claim falls into one of the following categories, check the box specifying the priority and state the amount.			
<input type="checkbox"/> Domestic support obligations under 11 U.S.C. § 507 (a)(1)(A) or (a)(1)(B).		<input type="checkbox"/> Wages, salaries, or commissions (up to \$11,725*) earned within 180 days before the case was filed or the debtor's business ceased, whichever is earlier – 11 U.S.C. § 507 (a)(4).	
<input type="checkbox"/> Up to \$2,600* of deposits toward purchase, lease, or rental of property or services for personal, family, or household use – 11 U.S.C. § 507 (a)(7).		<input type="checkbox"/> Taxes or penalties owed to governmental units – 11 U.S.C. § 507 (a)(8).	
		<input type="checkbox"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).	
		<input type="checkbox"/> Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____).	
		Amount entitled to priority: \$ _____	
*Amounts are subject to adjustment on 4/1/13 and every 3 years thereafter with respect to cases commenced on or after the date of adjv			
6. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instruction			





7. Documents: Attached are redacted copies of any documents that support the claim, such as promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. If the claim is secured, box 4 has been completed, and redacted copies of documents providing evidence of perfection of a security interest are attached. (See instruction #7, and the definition of "redacted".)

DO NOT SEND ORIGINAL DOCUMENTS. ATTACHED DOCUMENTS MAY BE DESTROYED AFTER SCANNING.

If the documents are not available, please explain:

8. Signature: (See instruction #8)

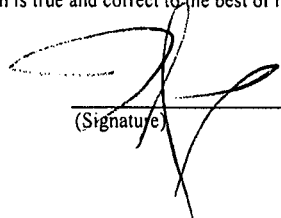
Check the appropriate box.

- I am the creditor. I am the creditor's authorized agent. I am the trustee, or the debtor, or their authorized agent. I am a guarantor, surety, indorser, or other codebtor. (See Bankruptcy Rule 3005.)
- (Attach copy of power of attorney, if any.) (See Bankruptcy Rule 3004.)

I declare under penalty of perjury that the information provided in this claim is true and correct to the best of my knowledge, information, and reasonable belief.

Print Name: Thomas J. Polis
 Title: Attorney for Premier Office Centers
 Company: Polis & Associates
 Address and telephone number (if different from notice address above):

 Telephone number: _____ email: _____


 (Signature)

4/18/13
 (Date)

Penalty for presenting fraudulent claim: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571.

INSTRUCTIONS FOR PROOF OF CLAIM FORM

The instructions and definitions below are general explanations of the law. In certain circumstances, such as bankruptcy cases not filed voluntarily by the debtor, exceptions to these general rules may apply.

Items to be completed in Proof of Claim form

Court, Name of Debtor, and Case Number:

Fill in the federal judicial district in which the bankruptcy case was filed (for example, Central District of California), the debtor's full name, and the case number. If the creditor received a notice of the case from the bankruptcy court, all of this information is at the top of the notice.

Creditor's Name and Address:

Fill in the name of the person or entity asserting a claim and the name and address of the person who should receive notices issued during the bankruptcy case. A separate space is provided for the payment address if it differs from the notice address. The creditor has a continuing obligation to keep the court informed of its current address. See Federal Rule of Bankruptcy Procedure (FRBP) 2002(g).

1. Amount of Claim as of Date Case Filed:

State the total amount owed to the creditor on the date of the bankruptcy filing. Follow the instructions concerning whether to complete items 4 and 5. Check the box if interest or other charges are included in the claim.

2. Basis for Claim:

State the type of debt or how it was incurred. Examples include goods sold, money loaned, services performed, personal injury/wrongful death, car loan, mortgage note, and credit card. If the claim is based on delivering health care goods or services, limit the disclosure of the goods or services so as to avoid embarrassment or the disclosure of confidential health care information. You may be required to provide additional disclosure if an interested party objects to the claim.

3. Last Four Digits of Any Number by Which Creditor Identifies Debtor:

State only the last four digits of the debtor's account or other number used by the creditor to identify the debtor.

3a. Debtor May Have Scheduled Account As:

Report a change in the creditor's name, a transferred claim, or any other information that clarifies a difference between this proof of claim and the claim as scheduled by the debtor.

3b. Uniform Claim Identifier:

If you use a uniform claim identifier, you may report it here. A uniform claim identifier is an optional 24-character identifier that certain large creditors use to facilitate electronic payment in chapter 13 cases.

4. Secured Claim:

Check whether the claim is fully or partially secured. Skip this section if the claim is entirely unsecured. (See Definitions.) If the claim is secured, check the box for the nature and value of property that secures the claim, attach copies of lien documentation, and state, as of the date of the bankruptcy filing, the annual interest rate (and whether it is fixed or variable), and the amount past due on the claim.

5. Amount of Claim Entitled to Priority Under 11 U.S.C. § 507 (a).

If any portion of the claim falls into any category shown, check the appropriate box(es) and state the amount entitled to priority. (See Definitions.) A claim may be partly priority and partly non-priority. For example, in some of the categories, the law limits the amount entitled to priority.

6. Credits:

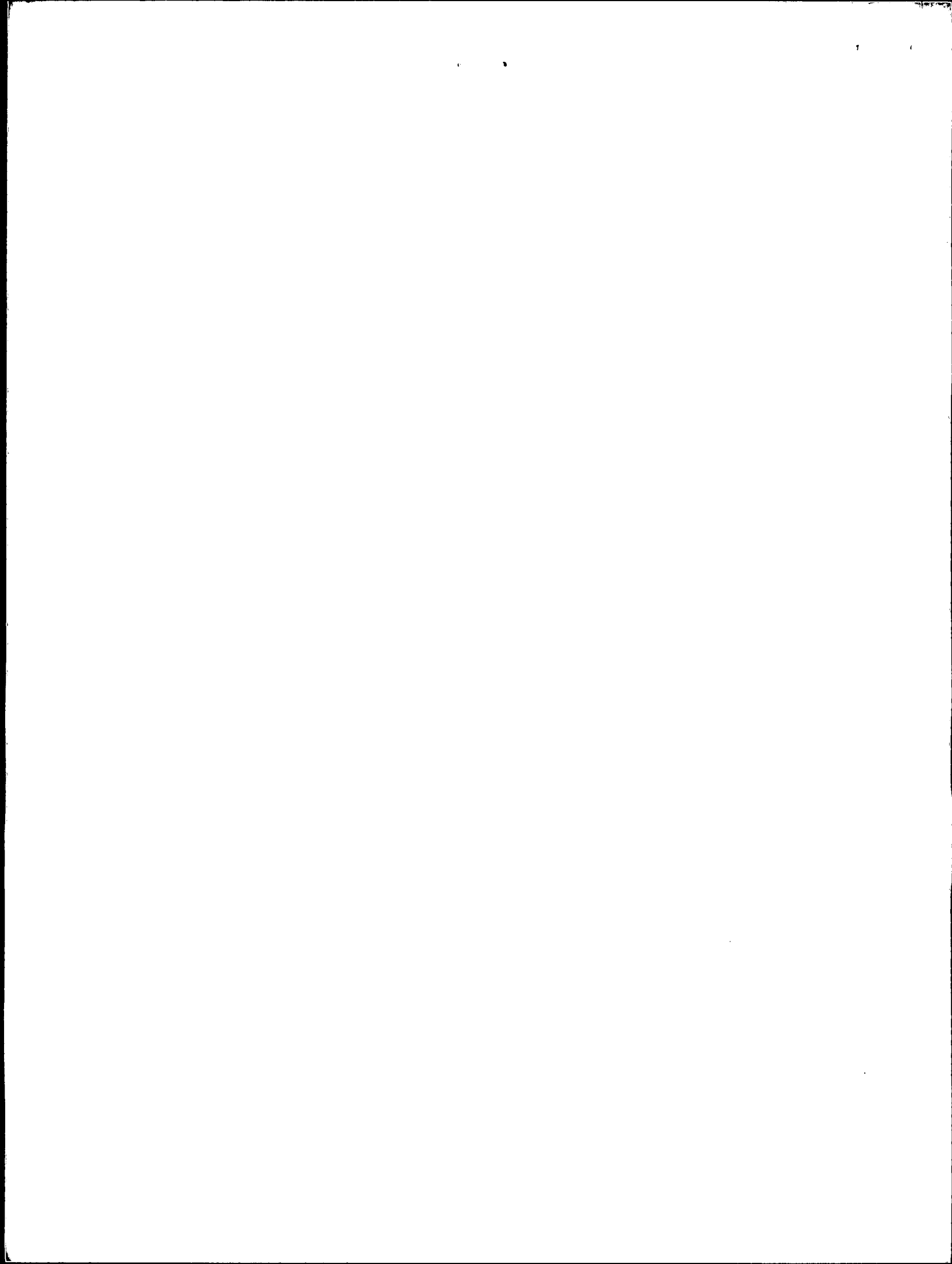
An authorized signature on this proof of claim serves as an acknowledgment that when calculating the amount of the claim, the creditor gave the debtor credit for any payments received toward the debt.

7. Documents:

Attach redacted copies of any documents that show the debt exists and a lien secures the debt. You must also attach copies of documents that evidence perfection of any security interest. You may also attach a summary in addition to the documents themselves. FRBP 3001(c) and (d). If the claim is based on delivering health care goods or services, limit disclosing confidential health care information. Do not send original documents, as attachments may be destroyed after scanning.

8. Date and Signature:

The individual completing this proof of claim must sign and date it. FRBP 9011. If the claim is filed electronically, FRBP 5005(a)(2) authorizes courts to establish local rules specifying what constitutes a signature. If you sign this form, you declare under penalty of perjury that the information provided is true and correct to the best of your knowledge, information, and reasonable belief. Your signature is also a certification that the claim meets the requirements of FRBP 9011(b). Whether the claim is filed electronically or in person, if your name is on the signature line, you are responsible for the declaration. Print the name and title, if any, of the creditor or other person authorized to file this claim. State the filer's address and telephone number if it differs from the address given on the top of the form for purposes of receiving notices. If the claim is filed by an authorized agent, attach a complete copy of any power of attorney, and provide both the name of the individual filing the claim and the name of the agent. If the authorized agent is a servicer, identify the corporate servicer as the company. Criminal penalties apply for making a false statement on a proof of claim.



In re: Conexant Systems, Inc, <p style="text-align: center;">Debtor(s).</p>	<p style="text-align: center;">Chapter 11</p> <p style="text-align: center;">Case Number 13-10367 (MFW)</p>
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NOTE: When using this form to indicate service of a proposed order, **DO NOT** list any person or entity in Category I. Proposed orders do not generate an NEF because only orders that have been entered are placed on the CM/ECF docket.

PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:

POLIS & ASSOCIATES
A Professional Law Corporation
19800 MacArthur Boulevard, Suite 1000
Irvine, California 92612-2433

A true and correct copy of the foregoing document described **PROOF OF CLAIM** will be served or was served **(a)** on the judge in chambers in the form and manner required by LBR 5005-2(d); and **(b)** in the manner indicated below:

I. TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (“NEF”) – Pursuant to controlling General Order(s) and Local Bankruptcy Rule(s) (“LBR”), the foregoing document will be served by the court via NEF and hyperlink to the document. On **April 18, 2013**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following person(s) are on the Electronic Mail Notice List to receive NEF transmission at the email address(es) indicated below:

SEE ATTACHED SERVICE LIST

Service information continued on attached page

II. SERVED BY U.S. MAIL OR OVERNIGHT MAIL(indicate method for each person or entity served):
On **April 18, 2013**, I served the following person(s) and/or entity(ies) at the last known address(es) in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States Mail, first class, postage prepaid, and/or with an overnight mail service addressed as follows. *Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.*

SERVED VIA FEDERAL EXPRESS

- Untied States Bankruptcy Court, District of Delaware, Honorable Mary F. Walrath, 824 North Market Street, 5th Floor, Wilmington, Delaware 19801

Service information continued on attached page

III. SERVED BY PERSONAL DELIVERY, FACSIMILE TRANSMISSION OR EMAIL (indicate method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on _____, I served the following person(s) and/or entity(ies) by personal delivery, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. *Listing the judge here constitutes a declaration that personal delivery on the judge will be completed no later than 24 hours after the document is filed.*

Service information continued on attached page

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

April 18, 2013 Ashley N. Reichert /s/ Ashley N. Reichert
Date Type Name Signature

ADDITIONAL SERVICE LIST**SERVED VIA NOTICE OF ELECTRONIC FILING ("NEF"):**

mberkoff@ngelaw.com; cdennis@ngelaw.com; ecfdocket@ngelaw.com; wbowden@ashby-geddes.com; stuart.brown@dlapiper.com; kdwbankruptcydepartment@kelleydrye.com; schristianson@buchalter.com; cmcintire@buchalter.com; custerm@pepperlaw.com; wbank@pepperlaw.com; cedevine@modl.com; bankrupt@modl.com; peter.duhig@bipc.com; tammy.rogers@bipc.com; ellis@lrclaw.com; adams@lrclaw.com; dellose@lrclaw.com; rogers@lrclaw.com; jfalgowski@reedsmith.com; jfalgowski@reedsmith.com; mfink@mmwr.com; flbank@pepperlaw.com; jfrank@fgllp.com; ccarpenter@fgllp.com; larry.thomas@westernunion.com; bankfilings@ycst.com; kgwynne@reedsmith.com; llankford@reedsmith.com; jkleinman@fgllp.com; ccarpenter@fgllp.com; mlahaie@akingump.com; landis@lrclaw.com; adams@lrclaw.com; panchak@lrclaw.com; brown@lrclaw.com; dellose@lrclaw.com; kdwbankruptcydepartment@kelleydrye.com; dludman@brownconnery.com; kmangan@wcsr.com; hsasso@wcsr.com; michelle.marino@dlapiper.com; carolyn.fox@dlapiper.com; efiling@dlapiper.com; cmiller@mnat.com; aconway@mnat.com; rfusco@mnat.com; mmaddox@mnat.com; mminuti@saul.com; rwarren@saul.com; bankfilings@ycst.com; dpacitti@klehr.com; eschaffer@reedsmith.com; eschaffer@reedsmith.com; slucas@reedsmith.com; kschneider@ngelaw.com; ecfdocket@ngelaw.com; cdennis@ngelaw.com; mstamer@akingump.com; ustpregion03.wl.ecf@usdoj.gov; maward@wcsr.com; klytle@wcsr.com; hsasso@wcsr.com; maward@wcsr.com; cwolfe@kelleydrye.com;; myurkewicz@klehr.com; lzahradka@akingump.com

POLIS & ASSOCIATES

A PROFESSIONAL LAW CORPORATION

THOMAS J. POLIS
tom@polis-law.com

NEWPORT GATEWAY
19800 MACARTHUR BOULEVARD, SUITE 1000
IRVINE, CALIFORNIA 92612
TEL 949.862.0040
FAX 949.862.0041

FILED
2013 APR 19 AM 10:46

CLERK
US BANKRUPTCY COURT
DISTRICT OF DELAWARE

April 18, 2013

VIA FEDERAL EXPRESS OVERNIGHT

United States Bankruptcy Court
District of Delaware
Honorable Mary F. Walrath
824 North Market Street, 5th Floor
Wilmington, Delaware 19801

Re: *In re Conexant Systems, Inc.*
Case No.: 13-10367 (MFW)

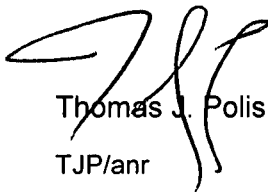
To Clerk of Court:

Please file the enclosed Proof of Claim with regards to the above-entitled case, and return a conformed copy in the self-addressed pre-paid envelope provided herein.

Should you have any questions, please feel free to contact our office.

Very truly yours,

POLIS & ASSOCIATES
A PROFESSIONAL LAW CORPORATION


Thomas J. Polis
TJP/anr

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WILMINGTON, DE 19801
UNITED STATES US

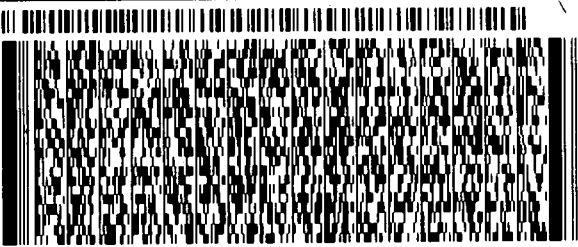
BILL SENDER

TO ~~GAMETECH~~ *Conexant*
CLAIMS PROCESSING/ BMC GROUP, INC
18675 EAST LAKE DRIVE

CHANHASSEN MN 55317

(952) 404-5738

REF: ~~GAMETECH - CASE ID 1406493W~~ *Conexant*



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