

UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE **PROOF OF CLAIM**

Name of Debtor: **Conexant Systems, Inc.** Case Number: **13-10367**

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): **Brookstone Law, P.C.**

Name and address where notices should be sent:
Rich Sturdevant
Brookstone Law, PC
4000 MacArthur Blvd., Ste. 1110, Newport Beach, CA 92660
 Telephone number: _____ email: **RSturdevant@BrookstoneLaw.com**
(800) 946-8655 Ext: 709

COURT USE ONLY
 Check this box if this claim amends a previously filed claim.
 Court Claim Number: _____
 (If known)
 Filed on: _____

Name and address where payment should be sent (if different from above):

 Telephone number: _____ email: _____

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.

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1. Amount of Claim as of Date Case Filed: \$ unliquidated
 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.
 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.

MAY 17 2013

BMC GROUP

2. Basis for Claim: See Addendum
 (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.
 Nature of property or right of setoff: Real Estate Motor Vehicle Other Describe:
 Value of Property: \$ _____
 Annual Interest Rate _____ % Fixed or Variable (when case was filed)

Amount of arrearage and other charges, as of the time case was filed, included in secured claim, if any: \$ _____
 Basis for perfection: _____
 Amount of Secured Claim: \$ _____
 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 \$12,475*) 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"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).	Amount entitled to priority: \$ _____
<input type="checkbox"/> Up to \$2,775* 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"/> Other – Specify applicable paragraph of 11 U.S.C. § 507 (a)(____).	

*Amounts are subject to adjustment on 4/01/16 and every 3 years thereafter with respect to cases commenced on or after the date of adjustment.

6. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instructic



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

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

ADDENDUM TO PROOF OF CLAIM

This Addendum is filed in support of, and as part of, the Proof of Claim of Brookstone Law, P.C. ("Brookstone") against Conexant Systems, Inc. (a "Debtor") in the above-captioned proceedings.

1. This proof of claim is for unliquidated damages (the "Debt") arising from the Debtor's breach of that certain West Tower Sublease dated September 1, 2010, as amended, for a portion of the tenth (10th) floor of 4000 MacArthur Blvd., Newport Beach, California 92660 (the "Sublease"). Brookstone expressly reserves the right to supplement this claim with further documents if necessary.

2. On or about April 10, 2013, the Court entered an Order authorizing the Debtor's rejection of the Corporate Headquarters Lease (as defined in such Order), including its associated subleases (Docket No. 150).

3. Brookstone reserves the right to amend, modify or supplement this Proof of Claim for any reason in any way, including, but not limited to, the right to assert priority, secured or administrative expense for all of the claims set forth herein, and to file and assert any additional claims aside from the Debt, accrued interest, expenses and/or damages that may be or later become due.

4. The filing of this Proof of Claim is not and shall not be deemed or construed as (a) a waiver or release of Brookstone's rights against any person, entity or property, (b) a consent by Brookstone to the jurisdiction of this Court or any court with respect to the proceedings, if any, commenced in any case against or otherwise involving Brookstone, (c) a waiver or release of Brookstone's right to trial by jury in this Court or any other court in any proceedings to any and all matters so triable herein, whether or not the same be designated legal or private rights, or in any case, controversy or proceedings related hereto, notwithstanding the designation or not of such matters as "core proceedings" pursuant to 28 U.S.C. § 157(b)(2), and whether such jury trial right is pursuant to statute or the United States Constitution, (d) a consent by Brookstone to a jury trial in this Court or any other court in any proceeding as to any and all matters so triable herein or in any case, controversy or proceeding related hereto pursuant to 28 U.S.C. § 157(e) or otherwise, (e) a waiver or release of Brookstone's right to have any and all final orders in any and all on-core matters or proceedings entered only after de novo review by a United States District Court Judge, (f) a waiver of Brookstone's right to move to withdraw the reference with respect to (i) the subject matter jurisdiction of this Proof of Claim, (ii) any objection thereto or (iii) any other proceeding

which may be commenced in these cases relating to the Proof of Claim or otherwise involving Brookstone, (g) an election of remedies, or (h) an acknowledgement that Brookstone received adequate notice of any bar dated fixed in this case.

LEECH TISHMAN

LEECH TISHMAN FUSCALDO & LAMPL

May 16, 2013

Patrick W. Carothers
pcarothers@leechtishman.com
Direct: 412.304.0153
Mobile: 412.606.3182

VIA FEDERAL EXPRESS

BMC Group, Inc.
Attn: Conexant Systems, Inc. Claims Processing
18675 Lake Drive East
Chanhassen, MN 55317

Re: *Conexant Systems, Inc., et al. (the "Debtors")*
Bankruptcy Case No. 13-10367 (MFW)
Chapter 11

Dear Claims Agent:

Enclosed please find the original and one (1) copy of following Proofs of Claim to be filed in the above-referenced bankruptcy matter:

- British Overseas Bank Nominees Limited and WGTC Nominees Limited;
- Two (2) claims for Brookstone Law, P.C.

Please return a time-stamped copy of the same in the enclosed federal express envelope. Should you have any questions, please contact me.

Very truly yours,

LEECH TISHMAN FUSCALDO & LAMPL, LLC



Patrick W. Carothers

PWC/dat
Encls.

LEECH TISHMAN FUSCALDO & LAMPL, LLC

525 William Penn Place, 30th Floor Pittsburgh, Pennsylvania 15219 | T: 412.261.1600 F: 412.227.5551

LEECHTISHMAN.COM

From: (412) 261-1600
DENA TOMKO
LEECH TISHMAN
525 WILLIAM PENN PLACE, 30TH FLOOR

Origin ID: BTPA



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PITTSBURGH, PA 15219

SHIP TO: (412) 304-0157 **BILL SENDER**
Conexant Systems, Inc. Claims Proc
BMC Group, Inc.
18675 Lake Drive East

CHANHASSEN, MN 55317

Ship Date: 16MAY13
ActWgt: 1.0 LB
CAD: 101609577/NET3370

Delivery Address Bar Code

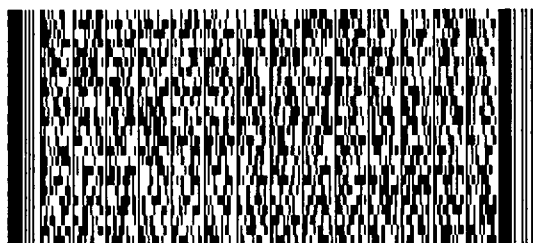


Ref # British Overseas & Brookstone
Invoice #
PO #
Dept #

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MAY 17 2013
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FRI - 17 MAY 10:30A
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TRK# 7997 7566 2533
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