

UNITED STATES BANKRUPTCY COURT District of Delaware		PROOF OF CLAIM
Name of Debtor: Conexant, Inc.		Case Number: 13-10370
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): AT&T Corp		COURT USE ONLY
Name and address where notices should be sent: AT&T Corp % AT&T Services, Inc Karen A. Cavagnaro Lead Paralegal One AT&T Way, Room 3A 231 Bedminster, NJ 07921 Telephone number: (908) 532-1957 email: km1426@att.com		<input type="checkbox"/> 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: _____		RECEIVED MAY 21 2013 BMC GROUP
1. Amount of Claim as of Date Case Filed: <u>\$4,128.51</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>Services Performed</u> (See instruction #2)		
3. Last four digits of any number by which creditor identifies debtor: <u>See Attached</u>	3a. Debtor may have scheduled account as: <u>See Attached</u> (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"/> Contributions to an employee benefit plan – 11 U.S.C. § 507 (a)(5).
<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"/> 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 a		
6. Credits. The amount of all payments on this claim has been credited for the purpose of making this proof of claim. (See instructio		



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, security agreements, or, in the case of a claim based on an open-end or revolving consumer credit agreement, a statement providing the information required by FRBP 3001(c)(3)(A). 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. If the claim is secured by the debtor's principal residence, the Mortgage Proof of Claim Attachment is being filed with this claim. (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.)
(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: Rosie Ayala-Flores

Title: Bankruptcy Representative

Company: AT&T Corp

Address and telephone number (if different from notice address above):

Rosie Ayala-Flores 05/16/2013
(Signature) (Date)

Telephone number: _____ email: _____

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 and documents required by FRBP 3001(c) for claims based on an open-end or revolving consumer credit agreement or secured by a security interest in the debtor's principal residence. 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, 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.

DEFINITIONS

Debtor

A debtor is the person, corporation, or other entity that has filed a bankruptcy case.

Creditor

A creditor is a person, corporation, or other entity to whom debtor owes a debt that was incurred before the date of the bankruptcy filing. See 11 U.S.C. §101 (10).

Claim

A claim is the creditor's right to receive payment for a debt owed by the debtor on the date of the bankruptcy filing. See 11 U.S.C. §101 (5). A claim may be secured or unsecured.

Proof of Claim

A proof of claim is a form used by the creditor to indicate the amount of the debt owed by the debtor on the date of the bankruptcy filing. The creditor must file the form with the clerk of the same bankruptcy court in which the bankruptcy case was filed.

Secured Claim Under 11 U.S.C. § 506 (a)

A secured claim is one backed by a lien on property of the debtor. The claim is secured so long as the creditor has the right to be paid from the property prior to other creditors. The amount of the secured claim cannot exceed the value of the property. Any amount owed to the creditor in excess of the value of the property is an unsecured claim. Examples of liens on property include a mortgage on real estate or a security interest in a car. A lien may be voluntarily granted by a debtor or may be obtained through a court proceeding. In some states, a court judgment is a lien.

A claim also may be secured if the creditor owes the debtor money (has a right to setoff).

Unsecured Claim

An unsecured claim is one that does not meet the requirements of a secured claim. A claim may be partly unsecured if the amount of the claim exceeds the value of the property on which the creditor has a lien.

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

Priority claims are certain categories of unsecured claims that are paid from the available money or property in a bankruptcy case before other unsecured claims.

Redacted

A document has been redacted when the person filing it has masked, edited out, or otherwise deleted, certain information. A creditor must show only the last four digits of any social-security, individual's tax-identification, or financial-account number, only the initials of a minor's name, and only the year of any person's date of birth. If the claim is based on the delivery of 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.

Evidence of Perfection

Evidence of perfection may include a mortgage, lien, certificate of title, financing statement, or other document showing that the lien has been filed or recorded.

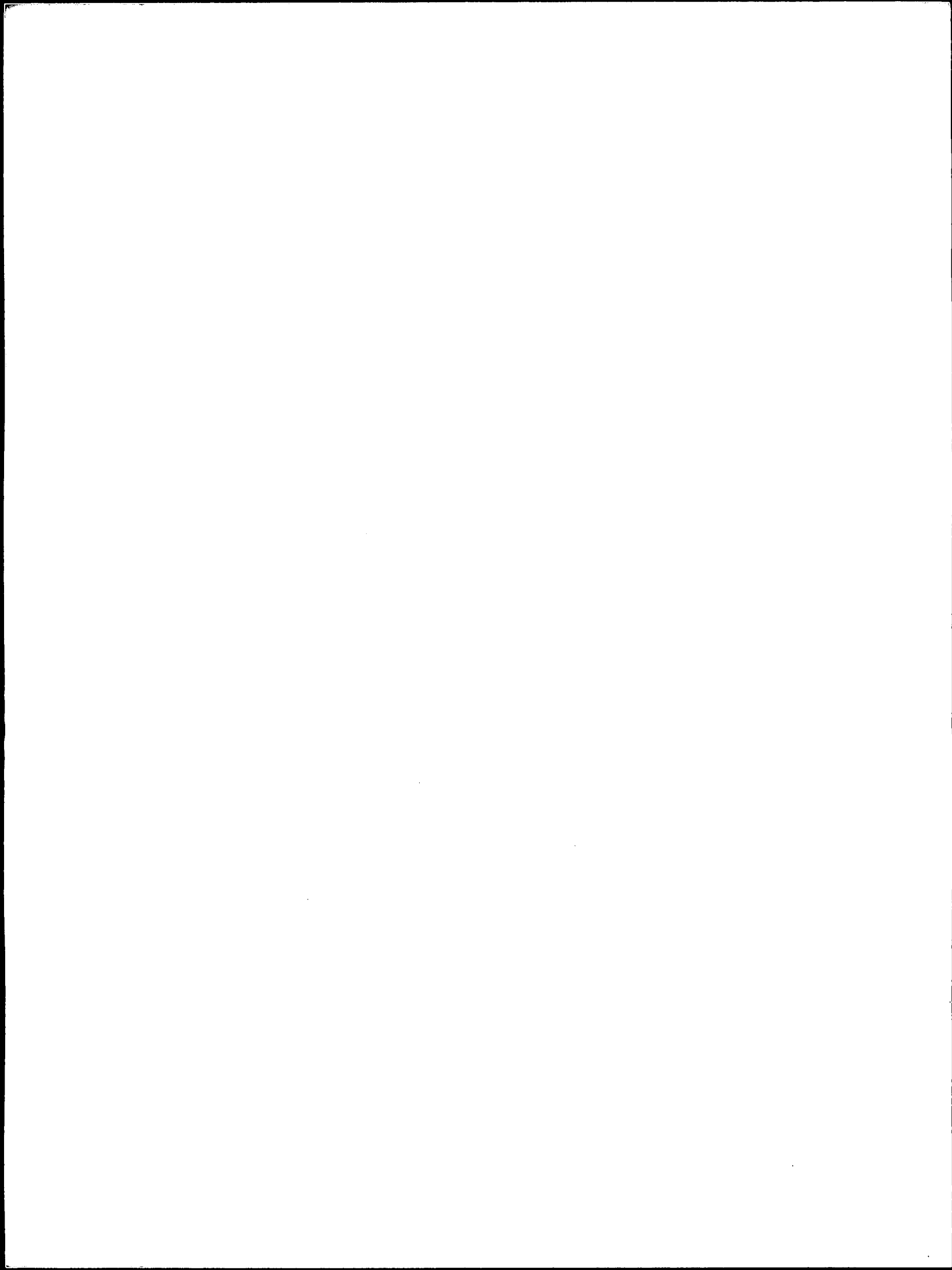
INFORMATION

Acknowledgment of Filing of Claim

To receive acknowledgment of your filing, you may either enclose a stamped self-addressed envelope and a copy of this proof of claim or you may access the court's PACER system (www.pacer.psc.uscourts.gov) for a small fee to view your filed proof of claim.

Offers to Purchase a Claim

Certain entities are in the business of purchasing claims for an amount less than the face value of the claims. One or more of these entities may contact the creditor and offer to purchase the claim. Some of the written communications from these entities may easily be confused with official court documentation or communications from the debtor. These entities do not represent the bankruptcy court or the debtor. The creditor has no obligation to sell its claim. However, if the creditor decides to sell its claim, any transfer of such claim is subject to FRBP 3001(e), any applicable provisions of the Bankruptcy Code (11 U.S.C. § 101 *et seq.*), and any applicable orders of the bankruptcy court.



Pre-petition Claim Documentation

Creditor: AT&T Corp

Debtor: Conexant, Inc.

District Court: District of Delaware

File Date: 02/28/2013

Chapter: 11

Total Filed Amount: \$4,128.51

Account Number	Billed Amount Due	Account Number	Billed Amount Due
7001	\$58.72		
6886	\$3,983.50		
0821	\$17.96		
0001	\$68.33		



Invoice Date: 03/01/2013
 Invoice Number: GR23987
 Invoice Cust. No: 6886
 Invoice Account: VPCNX
 Reference P.O. Number: None on file
 Marketing Area: ZYL
 IP Services Account Number:
 IP Services Sub Account Number:

AT&T Global Network Services, L.L.C. Accounts Receivable (A/R): 1-800-218-8658

<p>Invoice Account: VPCNX</p> <p>Invoice to: CONEXANT SYSTEMS C/O CASS INFORMATION SYS PO BOX 183028 COLUMBUS OH 43218</p>	<p>This invoice is for charges for the month of FEBRUARY, 2013 For account balance, call A/R.</p> <table style="width: 100%;"> <tr> <td>Previous Balance:</td> <td style="text-align: right;">\$4,120.86</td> </tr> <tr> <td>Payments Received:</td> <td style="text-align: right;">\$4,120.86-</td> </tr> <tr> <td>Adjustments:</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td>Other Charges & Credits:</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td colspan="2" style="text-align: right;">.....</td> </tr> <tr> <td>Balance Carried Forward:</td> <td style="text-align: right;">\$0.00</td> </tr> <tr> <td colspan="2"> </td> </tr> <tr> <td>Total Current Gross Charges:</td> <td style="text-align: right;">\$5,352.00</td> </tr> <tr> <td>Total Discounts:</td> <td style="text-align: right;">\$1,338.00-</td> </tr> <tr> <td>Total Taxes:</td> <td style="text-align: right;">\$106.86</td> </tr> <tr> <td colspan="2" style="text-align: right;">.....</td> </tr> <tr> <td>Total Current Charges:</td> <td style="text-align: right;">\$4,120.86</td> </tr> <tr> <td>Total Amount Due:</td> <td style="text-align: right; border: 1px solid black;">\$4,120.86</td> </tr> </table>	Previous Balance:	\$4,120.86	Payments Received:	\$4,120.86-	Adjustments:	\$0.00	Other Charges & Credits:	\$0.00		Balance Carried Forward:	\$0.00			Total Current Gross Charges:	\$5,352.00	Total Discounts:	\$1,338.00-	Total Taxes:	\$106.86		Total Current Charges:	\$4,120.86	Total Amount Due:	\$4,120.86
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Total Amount Due:	\$4,120.86																										

*Please refer to the back of your remittance slip for bill format definitions.
 For your current account balance, please call Accounts Receivable.*

*You must provide to AT&T, within six(6)months, written notice of any dispute
 with respect to the charges on this bill, unless a different period is set forth
 in your contract or in the Service Guide.*

*Your Wire/ACH payment information:
 Bank ABA Number: 021001033 Account Number: 00-436-162
 Deutsche Bank Trust Company America
 Account Name: AT&T Global Network Services
 SWIFT CODE: BKTRUS33*

Thank you for using AT&T where every customer counts

**Please make checks payable to AT&T and include your account number on payment.
 Make sure that the AT&T address is showing through the envelope window.**

The Federal EIN# for AT&T Global Network Services, L.L.C. is 22-3646053

TO ENSURE PROPER CREDIT, PLEASE DETACH AND RETURN WITH REMITTANCE

For questions about this invoice or
 account balance, please call
 Accounts Receivable 1-800-218-8658
 For other assistance
 call 1-800-727-2222

CONEXANT SYSTEMS
 C/O CASS INFORMATION SYS
 PO BOX 183028
 COLUMBUS OH 43218

Invoice Date: 03/01/2013
 Invoice Number: GR23987
 Invoice Cust. No: 6886
 Invoice Account: VPCNX
 Reference P.O. Number: None on file
 Marketing Area: ZYL
 IP Services Account Number:
 IP Services Sub Account Number:

Check here for name/
 address/telephone
 number corrections
 only. See reverse side.

AT&T
 P.O. Box 5091
 Carol Stream IL 60197-5091

Total Amount Due: \$4,120.86
 Terms: Due Upon Receipt



00568860R2398703012013000000000000000000000000412086



INVOICE DATE: MARCH 10 2013

ACCOUNT NUMBER: [REDACTED] 0001

PREVIOUS BALANCE	PAYMENTS/ADJUSTMENTS	BALANCE	CURRENT CHARGES	AMOUNT DUE
\$32.60	** THANK YOU ** \$32.60CR	\$0.00	\$53.59	\$53.59

AT&T Calling Card is a US-based telecommunications service provided by AT&T Corp. Worldwide access is provided on a bilateral basis in cooperation with AT&T's correspondent carriers in non-US jurisdictions, and in accordance with the Regulations of the International Telecommunications Union, as applicable.

SUMMARY OF CURRENT CHARGES	- BILLING PERIOD: FEB 10 2013 TO MAR 09 2013	
AT&T CALLING CARD CALLS	- SEE PAGE 4	
PRE-DISCOUNTED CHARGES	44.62	
DISCOUNTS APPLIED	0.00	44.62
MONTHLY SERVICE CHARGES	- SEE PAGE 4	0.00
OTHER CHARGES AND CREDITS	- SEE PAGE 4	8.97
TOTAL CURRENT CHARGES		53.59

PREVIOUS BALANCE		32.60	
PAYMENTS/ADJUSTMENTS	- SEE PAGE 3	32.60CR	
BALANCE			0.00
TOTAL AMOUNT DUE (PAYABLE ON RECEIPT)			\$53.59

For Billing Inquiries, Call AT&T Toll Free at 1 (800) 548-7713
 From Outside the U.S., Call Collect at (412) 222-1390
 Inquiries may be faxed to 877-333-1817

Please Retain For Your Records

Please Return This Portion With Your Payment
 Make Checks Payable to AT&T
 Payable in U.S. Currency Only

ACCOUNT NUMBER: [REDACTED] 0 001

INVOICE DATE: MARCH 10, 2013

AMOUNT DUE: \$53.59

AMOUNT ENCLOSED: _____

For change of address, check here and complete form on reverse side.

#BWNDGYB
 #Q101307200006687#

INC CONEXANT SYSTEMS
 CONEXANT SYSTEMS INC
 CO CASS INFO SYSTEMS
 P.O. BOX 183028
 COLUMBUS OH 43218-0000

AT&T
 P. O. BOX 105107
 Atlanta GA 30348-5107

50690936200014340100000005359000000535900000000009

Do not use this envelope for:

- UPS Ground
- UPS Standard
- UPS 3 Day Select®
- UPS Worldwide Expedited®

WEIGHT	DIMENSIONAL WEIGHT	LARGE PACKAGE	SHIPPER RELEASE
		<input type="checkbox"/>	<input type="checkbox"/>

Saver

The shipper authorizes UPS to act as forwarding agent for export control and...
 The shipper certifies that these commodities, technology or software...
 are not subject to the Export Administration Regulations. Diversion contrary to U.S. law is prohibited.

UPS **UPS Next Day Air Saver**
 Shipping Document

0.6

SHIPMENT FROM
 UPS ACCOUNT NO. **8 R 6 A 2 1**
 REFERENCE NUMBER

RECEIVED

Messie Ayala Flores TELEPHONE
MAY 21 2013
BMC GROUP

AT&T
15100 FAA BLVD

FORT WORTH TX 76155

DELIVERY TO

Perreant Systems Inc. (Claims Process)
 c/o Belle Group Inc.
 18675 Lake Park East
 (Minneapolis, MN 55317)

0201952542609 1107 S *United Parcel Service, Louisville, KY

UPS ADDRESS PRINTER US 6119 MAY 21 02:09:11 2013 HIP 10.1.2 294803

MN 559 9 - 03

(420) 55317 - 0000

UPS NEXT DAY AIR SAVER
 TRACKING #: **1Z 8R6 A21 23 1001 7977**