

F08000003170

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

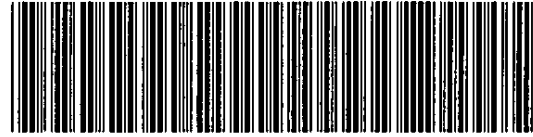
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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04/21/09--01040--018 **35.00

FILED

09 APR 20 PM 3:39

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10
4/27



Carla Collier
Paralegal
Direct: (972) 466-8295
Fax: (972) 466-7044
email: carla.collier@st.com

April 17, 2009

Divisions of Corporation
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
Attn: Amendment Section


Re: NXP Falcon USA, Inc. - Change of Name

Dear Sir:

Per your letter dated March 18, 2009, I have enclosed the following:

1. Check in the amount of \$35.00 for changing the name ST-NXP Wireless Inc to ST-Ericsson Inc. Your letter dated March 18, 2009 states the Secretary of state retained check number 000075 in the amount of \$35.00 for changing the name NXP Falcon, Inc. to ST-NXP Wireless, Inc.
2. Two (2) originals and two (2) copies of Profit Corporation Application By Foreign Profit Corporation To File Amendment Application For Authorization To Transact Business in Florida changing the name from NXP Falcon USA, Inc. to ST-NXP Wireless, Inc. and ST-NXP Wireless, Inc. to ST-Ericsson Inc.
3. Certificate of Amendment to Certificate of Corporation changing the name from NXP Falcon USA, Inc. to ST-NXP Wireless, Inc.
4. Second Certificate of Amendment to Certificate of Corporation changing the name from ST-NXP Wireless, Inc. to ST-Ericsson Inc.

Please note that the references corporation was incorporated in Delaware on June 11, 2008 and subsequently qualified to do business in Florida. Its name was changed in Delaware to ST-NXP Wireless, Inc., on September 18, 2008 (See item 3 for reference) and to ST-Ericsson Inc. on February 25 2009 (See item 4 for reference). Please return to me a file stamped copy of the Amended Statement by Foreign Corporation for each change of name in the included self addressed stamped envelope, for our files.

Sincerely,

Carla Collier
Paralegal

Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 18, 2009

STMICROELECTRONICS, INC.
% CARLA COLLIER
1310 ELECTRONICS DRIVE
CARROLLTON, TX 75006

SUBJECT: NXP FALCON USA, INC.
Ref. Number: F08000003170

We have received your document for NXP FALCON USA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

You are required to file an application to amend the corporate name for each name change. Therefore, you must submit an amendment changing the name from NXP FALCON USA, INC. to ST-NXP WIRELESS, INC. and another amendment along with \$35.00 to change the name from ST-NXP WIRELESS, INC. to ST-ERICSSON, INC.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964. -or 6950

Irene Albritton
Regulatory Specialist II

Letter Number: 109A00009169

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F08000003170

(Document number of corporation (if known))

1. ST-NXP Wireless, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 07/18/08

(Date authorized to do business in Florida)

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09 APR 20 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation.. 2/25/09

5. ST-Ericsson Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

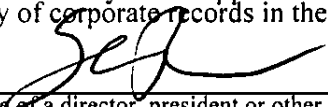
6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Steven K. Rose

(Typed or printed name of person signing)

Secretary

(Title of person signing)

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ST-NXP WIRELESS, INC.", CHANGING ITS NAME FROM "ST-NXP WIRELESS, INC." TO "ST-ERICSSON INC.", FILED IN THIS OFFICE ON THE TWENTY-FIFTH DAY OF FEBRUARY, A.D. 2009, AT 5:43 O'CLOCK P.M.

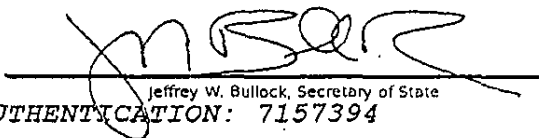
A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

4560027 8100

090199365

You may verify this certificate online
at corp.delaware.gov/authver.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 7157394

DATE: 02-26-09

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:43 PM 02/25/2009
FILED 05:43 PM 02/25/2009
090199365 - 4560027 FILE

**SECOND CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF INCORPORATION**

ST-NXP Wireless, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware does hereby certify:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following Second Certificate Amendment to Certificate of Incorporation of said corporation:


RESOLVED, that the Certificate of Incorporation of ST-NXP Wireless, Inc., a Delaware corporation be further amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the corporation is ST-Ericsson Inc."

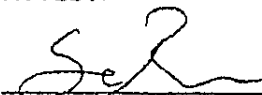
SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given consent to said second amendment in accordance with the provisions of Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the second amendment.

THIRD: That said second amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, ST-NXP Wireless, Inc. has caused this certificate to be signed by Archie Malone, its Vice President, and attested by, Steven K. Rose, its Secretary, on this 24th day of February, 2009.


Archie Malone
Vice President

ATTEST:


Steven K. Rose
Secretary