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INTERDIGITAL COMMUNICATIONS CORP

Form 8-K

October 05, 2004

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15 (d)
OF THE SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (Date of earliest event reported): October 5, 2004
(September 30, 2004)

INTERDIGITAL COMMUNICATIONS CORPORATION
(Exact name of registrant as specified in its charter)

Pennsylvania	1-11152	23-1882087
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

781 Third Avenue, King of Prussia, Pennsylvania	19406-1409
(Address of Principal Executive Offices)	(Zip Code)

Registrant's telephone number, including area code: 610-878-7800

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.03 Amendments to Articles of Incorporation or Bylaws;
Change in Fiscal Year.

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Effective September 30, 2004, the Board of Directors of the Company amended Section 4 of the Company's By-Laws to (1) include two officer titles, General Patent Counsel and General Counsel, with descriptions of the respective powers and duties of each office; (2) remove a provision providing for the succession from the office of Vice-President to the office of President if the office of President is made vacant under certain prescribed circumstances; and (3) provide that, absent an appointment by the Board of Directors of someone other than General Counsel, the Secretary of the Company shall be the General Counsel, and where the Board of Directors appoints a separate individual to the position of Secretary, such person shall report to the General Counsel.

The full text of the Company's By-Laws as so amended and restated are attached as Exhibit 3.3 to this report.

2

Item 9.01. Financial Statements and Exhibits.

The following exhibit is filed with this report:

Exhibit 3.3 - Amended and Restated By-Laws of the Company (effective September 30, 2004).

3

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

INTERDIGITAL COMMUNICATIONS CORPORATION

By: /s/ Howard E. Goldberg

Howard E. Goldberg
President and Chief Executive Officer

Date: October 5, 2004

4

EXHIBIT INDEX

Exhibit No.	Description
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3.3	Amended and Restated By-Laws of the Company (effective September 30, 2004)

5

