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OMB Number: 3235-0569

Expires: January 31, 2003

**STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER AND PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

I, David W. Devonshire, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Motorola, Inc., and, except as corrected or supplemented in a subsequent covered report:
  - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
  - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with Motorola, Inc.'s audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
  - Form 10-K for the fiscal year ending December 31, 2001 of Motorola, Inc.;
  - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Motorola, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
  - any amendments to any of the foregoing.

*David W. Devonshire*  
Signature

David W. Devonshire  
Name

8/9/02  
Date

Subscribed and sworn to before me this  
9th day of AUGUST 2002.

*Lois A. Dixon*  
Notary Public

My Commission Expires:  
Aug. 2, 2005

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AUG 12 2002

