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

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longer subject to Section 16. Form 4 or Form 5 obligations

buy) Non-Qualified Stock

Option

(right to buy) Non-Qualified Stock

Option

(right to buy)

\$ 3.51

\$ 3.51

06/02/2008

06/02/2008

M

M

6,352

193

<u>(1)</u>

<u>(1)</u>

07/16/2008

07/16/2008

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the

	ontinue. See etion 1(b).	<b>.</b> .		În	ves	tmei	nt Comp	any Act of	1940		( ) -						
	pe Responses									le i	N. 1. 1.	CD .:	D ():				
Name and Address of Reporting Person –  JACOBS IRWIN M								r or Trading S E [QCOM]	•		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
FREE MODELLOUIGE DD				3. Date of Earliest Transaction (Month/Day/Year) 06/02/2008							X Director 10% Owner X Officer (give title below) Other (specify below)  Chairman of the Board						
(Street) SAN DIEGO, CA 92121-1714					4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City		(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
1.Title of S (Instr. 3)	ecurity		2. Transaction Date (Month/Day/Year		ion l	Date,	if Code (Instr.	. 8) (A	Securities Acq A) or Disposed onstr. 3, 4 and 5) (A) or mount (D)	of (D) Ow Tra		ecurities Ber ng Reported	I C	Ownership Form: Borrect (D) O	Nature Indirect eneficial wnership nstr. 4)		
Reminder:	Report on a so	eparate line for each		· Derivat	tive !	Secui	rities Acq	Persons in this f a curre	s who respon orm are not r ntly valid OMI sed of, or Bene	equired to B control : eficially Ow	respond ( number.				74 (9-02)		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Transaction of Code See (Instr. 8) Ac		5. N of E Seco Acq or E of (I	fumber Derivative purities puired (A) Disposed D) tr. 3, 4,	6. Date Exer	Date	7. Title and of Underly Securities (Instr. 3 an	ing		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s	Ownership Form of Derivative Security: Direct (D) or Indirect			
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)			
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008		М			6,353	Ш	07/16/2008	Commor Stock	6,353	\$ 0	2,034,604	D			
Non- Qualified Stock Option (right to	\$ 3.51	06/02/2008		М			481	(1)	07/16/2008	Commor Stock	481	\$ 0	2,034,123	D			

Common

Stock

Common

Stock

6,352

193

\$0

\$0

2,027,771

2,027,578

D

D

Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	192	(1)	07/16/2008	Common Stock	192	\$ 0	2,027,386	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	963	(1)	07/16/2008	Common Stock	963	\$ 0	2,026,423	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	481	(1)	07/16/2008	Common Stock	481	\$ 0	2,025,942	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	1,059	(1)	07/16/2008	Common Stock	1,059	\$ 0	2,024,883	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	19	Ш	07/16/2008	Common Stock	19	\$ 0	2,024,864	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	1,348	(1)	07/16/2008	Common Stock	1,348	\$ 0	2,023,516	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	1,086	(1)	07/16/2008	Common Stock	1,086	\$ 0	2,022,430	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	13,283	Ш	07/16/2008	Common Stock	13,283	\$ 0	2,009,147	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	2,091	(1)	07/16/2008	Common Stock	2,091	\$ 0	2,007,056	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	8,023	(1)	07/16/2008	Common Stock	8,023	\$ 0	1,999,033	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	М	5,410	<u>(1)</u>	07/16/2008	Common Stock	5,410	\$ 0	1,993,623	D	

Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	13	,707	Ш	07/16/2008	Common Stock	13,707	\$ 0	1,979,916	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	3,	085	(1)	07/16/2008	Common Stock	3,085	\$ 0	1,976,831	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	5,	968	(1)	07/16/2008	Common Stock	5,968	\$ 0	1,970,863	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	1,	540	(1)	07/16/2008	Common Stock	1,540	\$ 0	1,969,323	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51	06/02/2008	M	2,	599	(1)	07/16/2008	Common Stock	2,599	\$ 0	1,966,724	D	
Non- Qualified Stock Option (right to buy)	\$ 3.51					(1)	07/16/2008	Common Stock	891,384		891,384	I	by Spouse

# **Reporting Owners**

	Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other					
JACOBS IRWIN M 5775 MOREHOUSE DR. SAN DIEGO, CA 92121-1714	X		Chairman of the Board						

## **Signatures**



## **Explanation of Responses:**

- $\star$  If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Employee stock options granted under the Company's 1991 Stock Option Plan. The options vest in five equal annual installments beginning on July 17, 1999.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.