

09-12-2002



Atty. Ref.: 60038.226601 & .227001

102219254

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

9.5.02

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(s).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID #
- Correction of PTO Error
Reel # Frame #
- Corrective Document
Reel # Frame #

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year
- Merger
- Change of Name
- Other

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year

Name

Formerly

- Individual General Partnership Limited Partnership Corporation Association
- Other

Citizenship/State of Incorporation/Organization

Receiving Party

Mark if additional names of receiving parties attached

Name

DBA/AKA/TA

Composed of

Address (line 1)

Address (line 2)

Address (line 3)

City

State/Country

Zip Code

- Individual General Partnership Limited Partnership
- Corporation Association
- Other

If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached. (Designation must be a separate document from Assignment.)

Citizenship/State of Incorporation/Organization

OFFICE OF PATENT RECORDS
FINANCE SECTION
SEP 5 11 7:28 AM '02

09/11/2002 LNUELLER 00000125 76190306

FOR OFFICE USE ONLY

01 FC:481
02 FC:482

40.00 OP
25.00 OP

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002580 FRAME: 0019

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages

Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the *Trademark Application* Number, or the *Registration* Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)

Registration Number(s)

<input type="text" value="76/190,306"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text" value="75/759,661"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties

Enter the total number of properties involved.

#

Fee Amount

Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment:

Enclosed

Deposit Account

Deposit Account

(Enter for payment by deposit account or if additional fees can be charged to the account.)

Deposit Account Number:

#

Authorization to charge additional fees:

Yes



No

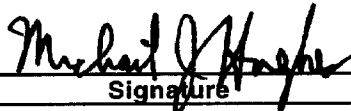


Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein.

MICHAEL J. HUGHES

Name of Person Signing


Signature

23 August 2002
Date Signed

ASSIGNMENT OF TRADEMARKS

WHEREAS, MEDIA 100, INC., a Delaware corporation having a principal place of business at 450 Donald Lynch Blvd., Marlboro, Massachusetts 01752, (hereinafter "Media 100"), has adopted and used the trademarks listed on Schedule A attached hereto (the "Trademarks") in connection with the design, development, and marketing of a certain computer program and related technology, namely computer software for cross-platform streaming media production and non-linear DV editing, and is the owner of all right, title, and interest in and to the Trademarks including any and all common law rights therein, applications to register, and pending registrations therefor, as also listed on Schedule A; and

WHEREAS, AUTODESK, INC., a Delaware corporation having a principal place of business at 111 McInnis Parkway, San Rafael, California 94903 (hereinafter "Autodesk"), desires to acquire all right, title, and interest in and to the Trademarks, including any and all common law rights therein, applications to register, and pending registrations therefor; and

WHEREAS, the parties have entered into that certain Asset Purchase Agreement dated as of October 8, 2001, pursuant to which Media 100 sold, conveyed, transferred, assigned, and delivered to Autodesk all of Media 100's right, title, and interest in and to the Trademarks and other intellectual property rights therein together with the business associated therewith:

NOW THEREFORE, for good and valuable consideration, paid in hand, the receipt and sufficiency of which are hereby acknowledged, Media 100 does hereby assign, grant, transfer, and otherwise convey to Autodesk, all of Media 100's right, title, and interest in and to the Trademarks, including all of its common law rights therein, applications to register, and registrations therefore, together with the goodwill of the business symbolized by the Trademarks.

Agreed and consented to this 21st day of May, 2002.

MEDIA 100, INC.
By: *Steven Shee*
Name: *Steven Shee*
Title: *Chief Financial Officer*

AUTODESK, INC.
By: *Marcia K. Sterling*
Name: *marcia K. Sterling*
Title: *Senior VP Business Development and General Counsel*

SCHEDULE A
TRADEMARKS

CINESTREAM™ -- IC 009, U.S. PTO Application Serial Number 76190306

INTRODV™ -- IC 009, U.S. PTO Application Serial Number 75759661

CERTIFICATION

Commonwealth of Massachusetts)
) ss.
County of Worcester)

Before me this 23 day of May, 2002 personally appeared:
Steven Shea, to me known to be the person who is described in and who
executed the foregoing assignment instrument and acknowledged to me that he/she
executed the same his/her own free will for the purpose therein expressed.

Dana M. Fitzgerald
Notary Public

My commission expires: March 13, 2009

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California }
County of Marin } ss.

On May 29, 2002, before me, Christine J. Kalb, Notary Public,
Date Name and Title of Officer (e.g., Jane Doe, Notary Public)
personally appeared Marcia K. Sterling,
Name(s) of Signer(s)

personally known to me
 proved to me on the basis of satisfactory evidence



to be the person(s) whose name(s) is are subscribed to the within instrument and acknowledged to me that he/she they executed the same in his/her their authorized capacity(ies), and that by his/her their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal.

Christine J. Kalb
Signature of Notary Public

Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Assignment of Trademarks

Document Date: May 21, 2002 Number of Pages: 2 plus 2
Notarial Certificates

Signer(s) Other Than Named Above: Steven Shea

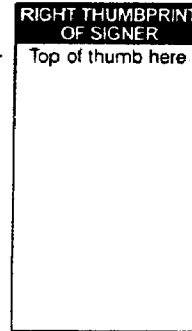
Capacity(ies) Claimed by Signer

Signer's Name: Marcia K. Sterling

- Individual
- Corporate Officer — Title(s): Senior VP Business Development and General Counsel
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER

Top of thumb here



Signer Is Representing: Autodesk, Inc.