

FORM PTO-1594 (Modified)
 1-31-92

**RECORDATION FORM COVER SHEET
 TRADEMARKS ONLY**

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

ATI Research, Inc.

2. Name and address of receiving party(ies):

ATI Technologies, Inc.
 1 Commerce Valley Drive East,
 Markham, Ontario
 Canada L3T7X6y

3. Nature of conveyance:

- Assignment Merger
 Security Agreement Change of Name
 Other:

Execution Date: August 19, 2003

Effective Date: August 19, 2003

- Individual(s) citizenship:
 Association:
 General Partnership:
 Limited Partnership:
 a Canadian Corporation-
 Other:

If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: Yes; No

(Designations must be a separate document from Assignment)

4. Application number(s) or registration number(s):

A. Trademark Application No.(s):

76/075854
 76/075855

B. Trademark Registration No.(s):

5. Name and address of party to whom correspondence document should be mailed:

Joseph E. Washington
 Attn: TMSU
 Morgan, Lewis & Bockius LLP
 1111 Pennsylvania Avenue N.W.
 Washington, D.C. 20036

Telephone: 202-739-5965
 Facsimile: 202-739-3001
 E-Mail: jwashington@morganlewis.com

6. Total number of applications and registrations involved: 2

7. Total fee (37 C.F.R. § 3.41) \$ 65.00

- Check enclosed.
 Authorized to charge fee and any overpayments/deficiencies to deposit account.

8. Deposit account number:

13-4520

DO NOT USE THIS SPACE

9. 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.

Catherine R. Howell, Paralegal
 Name of Person Signing


 Signature

September 7, 2004
 Date

Total number of pages including cover sheet, attachments and document: 3

CH \$65.00 134620 76076854

TRADEMARK ASSIGNMENT

This Trademark Assignment is made nunc pro tunc as of August 13, 2003 (the "Effective Date") by ATI Research, Inc., a California Corporation ("Assignor") with a business address of 2805 Bowers Ave Santa Clara, Ca 95051-0917 in favor of ATI Technologies Inc. an Ontario Corporation ("Assignee") with a business address of 1 Commerce Valley Drive East, Markham, Ontario CANADA L3T 7X6.


WHEREAS, the Assignor was the owner of the trademark registrations and applications for the marks identified on the attached Schedule A (hereinafter "the Marks") and the goodwill of the business symbolized thereby;

WHEREAS, Assignor wishes to confirm having assigned to Assignee, all of Assignor's right, title and interest in the Marks and the goodwill of the business symbolized thereby;


NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor hereby confirms having assigned, transferred and set over to Assignee, as of the Effective Date, its entire right, title and interest in and to the Marks and the goodwill symbolized by the Marks, including the right to sue for and receive all damages from past infringements of the Marks, the same to be held and enjoyed by Assignee, its successors, assigns and other legal representatives.

In WITNESS THEREOF, this Assignment has been executed on behalf of each of the parties hereto as of the Effective Date.

ATI RESEARCH, INC.

By: 
 Name: DAVID ORTON
 Title: PRESIDENT

ATI TECHNOLOGIES, INC.

By: 
 Name: RICHARD A. BRAIT
 Title: GENERAL COUNSEL

SCHEDULE A

| Country | Mark | Serial No. or Reg. No. |
|---------------|---------|------------------------|
| United States | NXT | App. No. 76/075854 |
| United States | NXTWAVE | App. No. 76/075855 |
| Japan | NXTWAVE | Reg. No. 4564463 |