

TRADEMARK ASSIGNMENT

Electronic Version v1.1

Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2003		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Avid Sports, Inc.		12/22/2003	CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	Pinnacle Systems, Inc.		
Street Address:	280 North Bernardo Avenue		
City:	Mountain View		
State/Country:	CALIFORNIA		
Postal Code:	94043		
Entity Type:	CORPORATION: CALIFORNIA		
PROPERTY NUMBERS Total: 1			
Property Type	Number	Word Mark	
Registration Number:	2301067	GAMEANALYSIS	
CORRESPONDENCE DATA			
Fax Number:	(650)833-2001		
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>			
Phone:	650.833.2170		
Email:	carolanne.bashir@dlapiper.com		
Correspondent Name:	Allyn Taylor		
Address Line 1:	2000 University Avenue		
Address Line 4:	East Palo Alto, CALIFORNIA 94303-2248		
NAME OF SUBMITTER:	Allyn Taylor		
Signature:	/Allyn Taylor/		
Date:	01/21/2005		

OP \$40.00 2301067

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TRADEMARK
REEL: 003013 FRAME: 0318

Total Attachments: 5

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Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

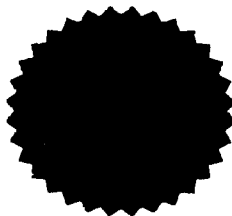
"AVID SPORTS, INC.", A DELAWARE CORPORATION,

"BERNARDO MERGER CORPORATION", A DELAWARE CORPORATION,

WITH AND INTO "PINNACLE SYSTEMS, INC." UNDER THE NAME OF "PINNACLE SYSTEMS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF CALIFORNIA, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2003, AT 5:50 O'CLOCK P.M.

3764499 8100M

030848529

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2937778

DATE: 02-18-04

TRADEMARK

01/20/2005 THU 14:56 JTX/KX NO 94541 007

REEL: 003013 FRAME: 0320

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:50 PM 12/31/2003
FILED 05:50 PM 12/31/2003
SRV 030848529 - 3142151 FILE

CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

AVID SPORTS, INC.,

AND

BERNARDO MERGER CORPORATION
(each a Delaware corporation)

WITH AND INTO

PINNACLE SYSTEMS, INC.
(a California corporation)

Pursuant to Section 253 of the General Corporation Law of the State of Delaware

Pinnacle Systems, Inc. ("Pinnacle") hereby certifies as follows:

FIRST: That Pinnacle is a business corporation organized under the laws of the State of California, incorporated on the 8th day of May 1986, pursuant to the California Corporations Code.

SECOND: That Pinnacle owns all of the outstanding shares of the stock of Avid Sports, Inc. ("Avid"), a corporation originally incorporated on the 14th day of December 1999, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That Pinnacle owns all of the outstanding shares of the stock of Bernardo Merger Corporation ("Bernardo"), a corporation originally incorporated on the 9th day of December 1998, pursuant to the General Corporation Law of the State of Delaware.

FOURTH: That Pinnacle, by resolutions of its Board of Directors, duly adopted on the 1st day of November 2003, determined to merge into itself said Avid and Bernardo on the conditions set forth in such resolutions (the "Merger").

FIFTH: That Pinnacle merges into itself said Avid and Bernardo and that this Merger shall be effective, for accounting purposes only, upon filing with the Secretary of State of the State of California.

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SIXTH: That the following is a copy of the resolutions dated November 1, 2003, as adopted by the Board of Directors of Pinnacle, pursuant to which the Board of Directors of Pinnacle resolved to merge into Pinnacle, among certain other Pinnacle wholly-owned subsidiaries, said Avid and Bernardo:

RESOLVED: That the Board of Directors of Pinnacle deems it advisable and in the best interests of Pinnacle and its shareholders to merge Avid Sports, Inc. ("Avid"), a Delaware corporation and a wholly owned subsidiary of Pinnacle, Bernardo Merger Corporation ("Bernardo"), a Delaware corporation and a wholly owned subsidiary of Pinnacle, Propel Ahead, Inc. ("Propel"), a New York corporation and a wholly owned subsidiary of Pinnacle and Puffin Designs, Inc. ("Puffin"), a California corporation and a wholly owned subsidiary of Pinnacle, with and into the Pinnacle (the "Merger").

RESOLVED FURTHER: That the Merger and any transactions required to effect the Merger are hereby approved.

RESOLVED FURTHER: That, pursuant to the Merger, Pinnacle will acquire all of the assets of each of Avid, Bernardo, Propel, and Puffin (collectively the "Merger Subsidiaries") and assume all of the liabilities of each of the Merger Subsidiaries.

RESOLVED FURTHER: That, pursuant to the Merger, Pinnacle shall be the surviving corporation.

RESOLVED FURTHER: That the Articles of Incorporation and Bylaws of Pinnacle are hereby adopted and approved as the Articles of Incorporation and Bylaws of the surviving corporation in the Merger, which Articles of Incorporation and Bylaws are to be effective as of the Effective Date (as defined below) of the Merger.

RESOLVED FURTHER: That the "Effective Date" of the Merger shall be upon filing with the Secretary of State of the State of Delaware, and that, on the Effective Date, each outstanding share of each of the Merger Subsidiaries' Common Stock shall automatically be cancelled and all certificates evidencing ownership of such shares shall be void and of no effect. All issued and outstanding shares of capital stock of Pinnacle shall remain issued and outstanding and the certificates evidencing such shares shall remain in full effect following the Merger.

RESOLVED FURTHER: That the President and Secretary of Pinnacle are hereby authorized, directed and empowered to make, execute and acknowledge a certificate of ownership setting forth a copy of the resolutions to merge each of the Merger Subsidiaries into Pinnacle and to assume said subsidiaries' liabilities and obligations on the date of adoption thereof and to cause the same to be filed with the Secretary of State of the State of each of California, Delaware, and New York, and to do all acts and things whatsoever, whether within or without the State of California, which may be in any way necessary to effect the Merger.

RESOLVED FURTHER: That the officers of Pinnacle are authorized, in the name and on behalf of Pinnacle, to execute and deliver any documents, instruments and certificates required to effect the Merger or related to the Merger, in the form and with those additions, deletions or other modifications as the executing officer may approve, that approval to be conclusively evidenced by the execution and delivery of those agreements, documents, instruments and certificates by the executing officer above authorized."

SEVENTH: That, as the surviving corporation in the Merger, Pinnacle may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of said Avid and Bernardo as well as for enforcement of any obligation of the surviving corporation arising from the Merger, including any suit or other proceeding to enforce the right of any stockholder as determined in appraisal proceedings pursuant to the provisions of Section 262 of Title 8 of the Delaware Code. Furthermore Pinnacle does hereby irrevocably appoint the Secretary of State of Delaware as its agent to accept service of process in any such suit as aforementioned herein or other proceeding. The address to which a copy of such process shall be mailed by the Secretary of State of Delaware is "Pinnacle Systems, Inc., 280 North Bernardo Avenue, Mountain View, California 94035, Attention: General Counsel," until Pinnacle shall have hereafter designated in writing to the said Secretary of State a different address for such purpose. Service of such process may be made personally by delivering to and leaving with the Secretary of State of Delaware duplicate copies of such process, one of which copies the Secretary of State of Delaware shall forthwith send by registered mail to Pinnacle at the above address.

EIGHTH: That anything herein or elsewhere to the contrary notwithstanding, this Merger may be amended or terminated and abandoned by the Board of Directors of this corporation at any time prior to the time that this Merger being filed with the Secretary of State becomes effective.

* * * * *

IN WITNESS WHEREOF, Pinnacle Systems, Inc. has caused this Certificate of Merger to be signed in its corporate name by Arthur D. Chadwick, its authorized officer, this 22nd day of December 2003.

PINNACLE SYSTEMS, INC.
a California corporation

By: /s/ ARTHUR D. CHADWICK

Name: Arthur D. Chadwick

Title: Vice President of Finance, Chief
Financial Officer and Secretary

Signature Page to Delaware Certificate of Ownership and Merger