

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	Continuance		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
ATI Technologies Inc.		10/25/2006	CORPORATION: CANADA

RECEIVING PARTY DATA	
Name:	ATI Technologies Inc.
Street Address:	3300, 421 7 Avenue SW
City:	Calgary, Alberta
State/Country:	CANADA
Postal Code:	T2P 4K9
Entity Type:	CORPORATION: ALBERTA

PROPERTY NUMBERS Total: 29

Property Type	Number	Word Mark
Registration Number:	2947090	NXT
Registration Number:	2892196	NXTWAVE
Registration Number:	1946548	ATI
Registration Number:	2154405	ATI
Registration Number:	3016179	ATI OVERDRIVE
Registration Number:	2981319	CATALYST
Registration Number:	3034416	E-HOME WONDER
Registration Number:	2357902	FIRE
Registration Number:	2701227	GRAPHICS BY
Registration Number:	3015651	HDTV WONDER
Registration Number:	2865458	IMAGEON
Registration Number:	2803657	MEDIADSP
Registration Number:	2841723	MULTVIEW
Registration Number:	3161895	RADEON

CH \$740.00 2947090

Registration Number:	2795785	RENDERMONKEY
Registration Number:	3110156	SURROUNDVIEW
Registration Number:	2887702	TV-ON-CHIP
Registration Number:	2841724	VIDEOSOAP
Registration Number:	2573974	XCLAIM
Registration Number:	2722402	XILLEON
Registration Number:	2177436	ALL-IN-WONDER
Registration Number:	1456305	ATI
Serial Number:	78623789	ATI CROSSFIRE
Serial Number:	78816465	CATALYST MEDIA CENTER
Serial Number:	78622982	CROSSFIRE
Serial Number:	78211248	EAZYLOOK
Serial Number:	78392964	GET IN THE GAME
Serial Number:	78709688	THE ULTIMATE VISUAL EXPERIENCE
Serial Number:	78668626	ATI AVIVO

CORRESPONDENCE DATA

Fax Number: (312)554-8015
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
Phone: (312)-554-8000
Email: bscrimenti@pattishall.com, kep@pattishall.com
Correspondent Name: Belinda J. Scrimenti, Esq.
Address Line 1: 311 South Wacker Drive, Suite 5000
Address Line 4: CHICAGO, ILLINOIS 60606

ATTORNEY DOCKET NUMBER: 444-000-00565

DOMESTIC REPRESENTATIVE

Name: Raymond I. Geraldson, Jr., Esq.
Address Line 1: 311 South Wacker Drive, Suite 5000
Address Line 4: Chicago, ILLINOIS 60606

NAME OF SUBMITTER: Belinda J. Scrimenti

Signature: /Belinda J. Scrimenti/

Date: 04/19/2007

Total Attachments: 14

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TRADEMARK
REEL: 003525 FRAME: 0251

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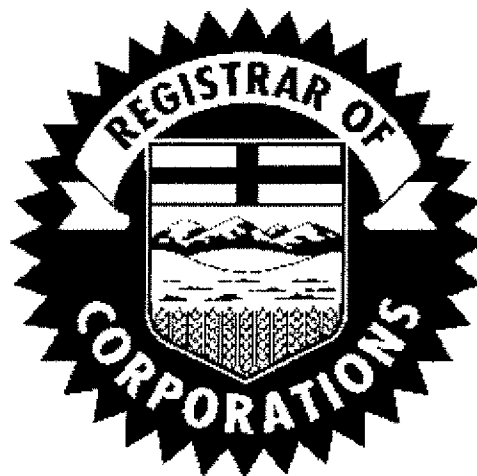
CORPORATE ACCESS NUMBER: 2012770950

Alberta

BUSINESS CORPORATIONS ACT

**CERTIFICATE
OF
CONTINUANCE**

ATI TECHNOLOGIES INC.
CONTINUED FROM CANADA TO ALBERTA ON 2006/10/25.



10/25/2006

TRADEMARK
REEL: 003525 FRAME: 0253

October 25, 2006

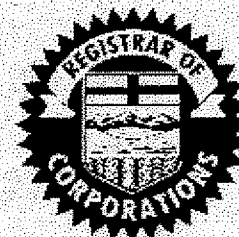
INDUSTRY CANADA
9TH FLOOR 365 LAURIER AVENUE WEST
OTTAWA, ONTARIO
K1A 0C8

RE: **ATI TECHNOLOGIES INC.**
CORPORATE ACCESS NUMBER: 2012770950

ATI TECHNOLOGIES INC. has been continued into Alberta as if it had been incorporated here.

I am enclosing a copy of the Certificate of Continuance for your records.

Registrar of Corporations
Province of Alberta



10/25/2006

TRADEMARK
REEL: 003525 FRAME: 0254

**Articles of Continuance
For
ATI TECHNOLOGIES INC.**

Share Structure: THE AUTHORIZED CAPITAL OF THE CORPORATION SHALL CONSIST OF AN UNLIMITED NUMBER OF COMMON SHARES WITHOUT NOMINAL OR PAR VALUE.

Share Transfers Restrictions: NO SHARE OF THE CORPORATION MAY BE TRANSFERRED UNLESS ITS TRANSFER COMPLIES WITH THE RESTRICTION ON THE TRANSFER OF SECURITIES SET OUT IN THE SCHEDULE RE OTHER PROVISIONS TO THESE ARTICLES.

Number of Directors:

Min Number of Directors: 1

Max Number of Directors: 15

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED INTO THIS FORM.

**Registration Authorized By: AUTUMN D. HOWELL
SOLICITOR**

10/25/2006

**TRADEMARK
REEL: 003525 FRAME: 0255**

Continuance Into Alberta - Registration Statement

Alberta Registration Date: 2006/10/25

Corporate Access Number: 2012770950

Service Request Number: 9273831
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: ATI TECHNOLOGIES INC.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

RECORDS ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

10/25/2006

Share Structure: THE AUTHORIZED CAPITAL OF THE CORPORATION SHALL CONSIST OF AN UNLIMITED NUMBER OF COMMON SHARES WITHOUT NOMINAL OR PAR VALUE.

Share Transfers Restrictions: NO SHARE OF THE CORPORATION MAY BE TRANSFERRED UNLESS ITS TRANSFER COMPLIES WITH THE RESTRICTION ON THE TRANSFER OF SECURITIES SET OUT IN THE SCHEDULE RE OTHER PROVISIONS TO THESE ARTICLES.

Number of Directors:

Min Number Of Directors: 1

Max Number Of Directors: 15

Business Restricted To: NONE

Business Restricted From: NONE

Other Provisions: THE ATTACHED SCHEDULE RE OTHER PROVISIONS IS INCORPORATED INTO THIS FORM.

Professional Endorsement Provided:

Alberta Corporate Access Number:

Future Dating Required:

Registration Date: 2006/10/25

Director

Last Name: HARTOG

First Name: ADRIAN

Middle Name:

Street/Box Number: 35 COUNTRY LANE

City: TORONTO

Province: ONTARIO

Postal Code: M2L 1E1

Country:

Resident Canadian: Y

Last Name: WOOLLEMS

First Name: J.

10/25/2006

Middle Name: MICHAEL
Street/Box Number: ONE AMD PLACE, M/S 68, PO BOX 3453
City: SUNNYVALE
Province: CALIFORNIA
Postal Code: 94088-3453
Country:
Resident Canadian:

Last Name: O'BRIEN
First Name: HOLLIS
Middle Name: M.
Street/Box Number: ONE AMD PLACE, M/S 68, PO BOX 3453
City: SUNNYVALE
Province: CALIFORNIA
Postal Code: 94088-3453
Country:
Resident Canadian:

Continuance

Name In Previous Jurisdiction	Corporate Access Number in Previous Jurisdiction	Previous Jurisdiction	Date Created In Previous Jurisdiction
ATI TECHNOLOGIES INC.	438984-1	CANADA	2006/10/25

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Other Rules or Provisions	ELECTRONIC	2006/10/25
Letter of Approval	10000801000358438	2006/10/25

Registration Authorized By: AUTUMN D. HOWELL
SOLICITOR

10/25/2006

TRADEMARK
REEL: 003525 FRAME: 0258

Continuance Into Alberta - Pre-Registration Confirmation Report

Service Request Number: 9273831
Alberta Corporation Type: Named Alberta Corporation
Legal Entity Name: ATI TECHNOLOGIES INC.
French Equivalent Name:
Nuans Number:
Nuans Date:
French Nuans Number:
French Nuans Date:

REGISTERED ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

RECORDS ADDRESS

Street: 3300, 421 7 AVENUE SW
Legal Description:
City: CALGARY
Province: ALBERTA
Postal Code: T2P 4K9

ADDRESS FOR SERVICE BY MAIL

Post Office Box:
City:
Province:
Postal Code:
Internet Mail ID:

Share Structure: THE AUTHORIZED CAPITAL OF THE CORPORATION SHALL CONSIST OF AN UNLIMITED NUMBER OF COMMON SHARES WITHOUT

10/25/2006

TRADEMARK
REEL: 003525 FRAME: 0259

City: SUNNYVALE
Province: CALIFORNIA
Postal Code: 94088-3453
Country:
Resident Canadian:

Last Name: O'BRIEN
First Name: HOLLIS
Middle Name: M.
Street/Box Number: ONE AMD PLACE, M/S 68, PO BOX 3453
City: SUNNYVALE
Province: CALIFORNIA
Postal Code: 94088-3453
Country:
Resident Canadian:

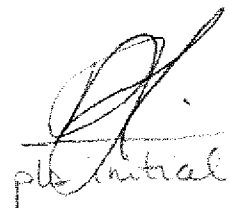
Continuance

Name In Previous Jurisdiction	Corporate Access Number in Previous Jurisdiction	Previous Jurisdiction	Date Created In Previous Jurisdiction
ATI TECHNOLOGIES INC.	438984-1	CANADA	2006/10/25

Attachment

Attachment Type	Microfilm Bar Code	Date Recorded
Other Rules or Provisions	ELECTRONIC	2006/10/25
Letter of Approval	10000801000358438	2006/10/25

Registration Authorized By: AUTUMN D. HOWELL
SOLICITOR



Autumn D. Howell
plb initial

10/25/2006

TRADEMARK
REEL: 003525 FRAME: 0260

SCHEDULE RE OTHER PROVISIONS

1. The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.

2. No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:

(a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;

(b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;

(c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares;
or

(d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.

3. Meetings of Shareholders may be held outside of Alberta.

#1545194 v. 1*

10/25/2006

TRADEMARK
REEL: 003525 FRAME: 0261

Articles Of ContinuanceBusiness Corporations Act
Sections 188, 273 and 274**1. Name of Corporation****2. Corporate Access Number**

ATI TECHNOLOGIES INC.

3. The classes of shares, and any maximum number of shares that the corporation is authorized to issue:

The authorized capital of the Corporation shall consist of an unlimited number of Common Shares without nominal or par value.

4. Restrictions on share transfers (if there are no restrictions, enter "NONE"):

No share of the Corporation may be transferred unless its transfer complies with the restriction on the transfer of securities set out in the Schedule re Other Provisions to these Articles.

5. Number, or minimum and maximum number of directors:

Minimum : 1, Maximum : 15

6. If the corporation is restricted FROM carrying on a certain business or restricted TO carrying on a certain business, specify the restrictions (if there are no restrictions, enter "NONE"):

None

7. If a change of name is effected, indicate previous name:

N/A

8. Details of incorporation:Certificate of Amalgamation dated October 25, 2006, under CBCA.**9. Other rules or provisions (if there are no rules or provisions, enter "NONE"):**

The attached Schedule re Other Provisions is incorporated into this form.

Faina Medzonsky

Name of Person Authorizing (please print)

Assistant Secretary

Title (please print)

Faina Medzonsky

Signature

October 25, 2006

Date

FILED
Oct 25, 2006
 McCarthy Tétrault LLP
 Per: JM

This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Research and Program Support, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013.

SCHEDULE RE OTHER PROVISIONS

1. The directors may, between annual general meetings, appoint one or more additional directors of the Corporation to serve until the next annual general meeting but the number of additional directors shall not at any time exceed one-third (1/3) of the number of directors who held office at expiration of the last annual meeting.
2. No security of the Corporation, other than a non-convertible debt security, may be transferred without the consent of:
 - (a) the board of directors of the Corporation, expressed by a resolution duly passed at a meeting of the directors;
 - (b) a majority of the directors of the Corporation, expressed by an instrument or instruments in writing signed by such directors;
 - (c) the holders of the voting shares of the Corporation, expressed by a resolution duly passed at a meeting of the holders of voting shares; or
 - (d) the holders of the voting shares of the Corporation representing a majority of the votes attached to all the voting shares, expressed by an instrument or instruments in writing signed by such holders.
3. Meetings of Shareholders may be held outside of Alberta.

Notice Of Address Or Notice Of Change Of Address

Business Corporations Act
Section 20

FILED

Oct. 25, 2006
McCarthy Tétrault LLP

1. Name of Corporation

ATI TECHNOLOGIES INC.

2. Corporate Access Number

Per: 

3. Address of Registered Office (P.O. Box number can only be used by a Society)

Street	City / Town	Province	Postal Code
3300, 421 7 Avenue SW	Calgary	Alberta	T2P 4K9

OR

Legal Land Description	Section	Township	Range	Meridian

4. Records Address (P.O. Box number cannot be used)

Street	City / Town	Province	Postal Code
3300, 421 7 Avenue SW	Calgary	Alberta	T2P 4K9

OR

Legal Land Description	Section	Township	Range	Meridian

5. Address for Service by Mail (If different from Item 3)

NOTE: If this is a change, please read instructions carefully.

Post Office Box Only	City / Town	Province	Postal Code

Faina Medzonsky
Name of Person Authorizing (please print)

408.749.4420
Telephone Number (daytime)

October 25, 2006
Date


Signature

Assistant Secretary
Title (please print)

This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Research and Program Support, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013.

Notice Of Directors Or Notice Of Change Of Directors

Business Corporations Act
Sections 106, 113 and 289

1. Name of Corporation

ATI TECHNOLOGIES INC.

FILED
Oct 25, 2006
McCarthy Tétrault LLP
JM

**2. Alberta Corporate
Access Number**

3. The following persons were appointed Director(s) on _____ :
year / month / day

Name of Director (Last, First, Second)	Mailing Address (including postal code)	Are you a resident Canadian?
		Yes No <input type="checkbox"/> <input type="checkbox"/>
		<input type="checkbox"/> <input type="checkbox"/>
		<input type="checkbox"/> <input type="checkbox"/>

4. The following persons ceased to hold office as Director(s) on _____ :
year / month / day

Name of Director (Last, First, Second)	Mailing Address (including postal code)

5. As of this date, the Director(s) of the corporation are:

Name of Director (Last, First, Second)	Mailing Address (including postal code)	Are you a resident Canadian?
Adrian Hartog	35 Country Lane, Toronto, Ontario, Canada M2L 1E1	Yes No <input checked="" type="checkbox"/> <input type="checkbox"/>
Woollems, J. Michael	One AMD Place, m/s 68, PO Box 3453, Sunnyvale, California, United States 94088-3453	<input type="checkbox"/> <input checked="" type="checkbox"/>
O'Brien, Hollis M.	One AMD Place, m/s 68, PO Box 3453, Sunnyvale, California, United States 94088-3453	<input type="checkbox"/> <input checked="" type="checkbox"/>

6. To be completed only by Alberta Corporations:

Are at least 25% of the members of the Board of Directors resident Canadians? Yes No

Faina Medzonsky
Name of Person Authorizing (please print)

408 749 4420
Telephone Number (daytime)

October 25, 2006
Date

Faina Medzonsky
Signature

Assistant Secretary
Title (please print)

This information is being collected for the purposes of corporate registry records in accordance with the Business Corporations Act. Questions about the collection of this information can be directed to the Freedom of Information and Protection of Privacy Coordinator for Alberta Registries, Research and Program Support, Box 3140, Edmonton, Alberta T5J 2G7, (780) 427-7013.



10000801000358438



Industry Canada
Corporations Canada
9th floor
Jean Edmonds Towers South
365 Laurier Avenue West
Ottawa, Ontario K1A 0G8

Industrie Canada
Corporations Canada
9e étage
Tour Jean Edmonds sud
365, avenue Laurier ouest
Ottawa (Ontario) K1A 0G8

CANADA

CANADA BUSINESS CORPORATIONS ACT
LOI CANADIENNE SUR LES SOCIÉTÉS PAR ACTIONS

(Section 188(1))

ATI TECHNOLOGIES INC.

438984-1

Name of corporation - Dénomination de la société

Corporation number - Numéro de la société

Having considered the proposed continuation of the above-named corporation in the jurisdiction of **Alberta**, I am satisfied that such continuation will not adversely affect creditors or shareholders of the corporation. Upon receipt of satisfactory notice of the continuation a Certificate of Discontinuance will be issued.

Ayant examiné la demande de prorogation de la société susmentionnée sous le régime de l'autorité législative de l'**Alberta**, je suis convaincu qu'une telle prorogation ne portera pas préjudice aux créanciers ou aux actionnaires de la société. Dès réception de l'avis attestant de la prorogation, un certificat de changement de régime sera délivré.

This letter is valid for 90 days.

La présente lettre est valide pour 90 jours.

Date: October 25, 2006 / le 25 octobre 2006

Richard G. Shaw
Director - Le directeur

Canada Business Corporations Act - Loi canadienne sur les sociétés par actions