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U.S. Patent & TMOfc/TM Mail Rcpt Dt. #39

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To the Honorable Commissioner of

Patents and Trademarks, please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

3380491 CANADA INC.

- Individual(s)
- General Partnership
- Corporation - State of Canada
- Other: _____
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)

Name: Discreet Logic (Desktop) Inc.

Street Address: Law Chambers, 1st Floor

James Fort Bldg, Hincks Street

City: Bridgetown Country: Barbados

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation - State of Barbados
- Other: _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: Yes No
(Designations must be a different document from assignments)
Additional name(s) & address(es) attached? Yes No

3. Nature of Conveyance:

- Assignment
- Security Agreement
- Other: _____
- Merger
- Change of Name

Execution Date: August 23, 1998

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

If this document is being filed together with a new application, the execution date of the application is: _____

A. Trademark Application No.(s)

75/090,151

B. Registration No.(s)

Additional numbers attached? Yes No

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

Name: Chris Wilson

Internal Address: _____

Street Address: Arnold & Porter

555 Twelfth Street N.W.

City: Washington State: DC ZIP: 20004-1202

6. Total number of applications and registrations involved: One

7. Total fee (37 CFR 3.41).....\$ 40

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

01-2510

(Attach duplicate copy of this page if paying by deposit account)

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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.

James T. Walsh, Esq.

Name of Person Signing

Signature

September 2, 1998

Date

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

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

TRADEMARK
REEL: 1790 FRAME: 0841

ASSIGNMENT OF MARKS

THIS AGREEMENT is made effective as of this 13th day of June, 1997, by **3380491 CANADA INC.**, a Canada corporation located at 10 Duke Street, Montreal, Quebec, Canada ("Assignor"), in favor of **DISCREET LOGIC (DESKTOP) INC.**, a Barbados corporation located at Law Chambers, 1st Floor, James Fort Building, Hincks Street, Bridgetown, Barbados ("Assignee").

WHEREAS, Assignor owns certain rights in the trademark ILLUMINAIRE ("Mark"), including U.S. Application Serial Number 75/090,151, together with the goodwill of the business in connection with which said Mark has been used or is intended to be used;

WHEREAS, Assignee desires to acquire all of Assignor's rights in and to the Mark, together with the goodwill of the business in connection with which said Mark has been used or is intended to be used;

NOW THEREFORE, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged:

1. Assignor hereby assigns to Assignee all of Assignor's right, title, and interest in and to the Mark ILLUMINAIRE together with the goodwill associated with the ILLUMINAIRE mark, including but not limited to the Application Serial Number 75/090,151 for said Mark: in accordance with the Trademark Act, Assignor also assigns the business of the applicant/Assignor or the portion of the business to which the Mark pertains;
2. Assignor further hereby assigns, transfers, conveys, and grants to Assignee all rights of action at law and suits in equity, if any, to recover for past infringements of the Mark, as well as its right, if any, to apply for and the privilege of applying for and maintaining registration of said

Mark, the same to be held and enjoyed by **DISCREET LOGIC (DESKTOP) INC.** as fully and completely as by **3380491 CANADA INC.** had this assignment not been made.

3380491 CANADA INC.

A handwritten signature in black ink, appearing to read 'FP', with a long horizontal flourish extending to the right.

by: Francois Plamondon
Title: Vice President and Secretary

AUGUST 23, 1998
Date