

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	08/08/2005

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Truevision, Inc.		08/02/2005	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:	1485978	TARGA

CORRESPONDENCE DATA

Fax Number: (978)851-7216
Correspondence will be sent via US Mail when the fax attempt is unsuccessful.
 Phone: 978-640-6789
 Email: trademarks@avid.com
 Correspondent Name: Trademark Administrator
 Address Line 1: One Park West
 Address Line 2: Avid Technology, Inc.
 Address Line 4: Tewksbury, MASSACHUSETTS 01876

ATTORNEY DOCKET NUMBER:	TARGA - US ASSIGNMENT
NAME OF SUBMITTER:	Elaine M. Desrochers
Signature:	/Elaine M. Desrochers/

CH \$40.00 1485978

Date:

10/03/2005

Total Attachments: 3

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CERTIFICATE OF OWNERSHIP AND MERGER

MERGING

TRUEVISION, INC.
(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 Truevision, Inc. (doing business in California as True Vis, Inc.) ("Truevision"), a corporation originally incorporated on the 23rd day of October 1995, pursuant to the General Corporation Law of the State of Delaware.

THIRD: That Pinnacle, by resolutions of its Board of Directors, duly adopted on the 29th day of March 2005, determined to merge into itself said Truevision on the conditions set forth in such resolutions (the "Merger").

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

FIFTH: That the following is a copy of the resolutions dated March 29th, 2005, as adopted by the Board of Directors of Pinnacle, pursuant to which the Board of Directors of Pinnacle resolved to merge Truevision into Pinnacle:

RESOLVED: That the Board of Directors of Pinnacle deems it advisable and in the best interests of Pinnacle and its shareholders to merge Truevision, Inc. (doing business in California as True Vis, Inc.) ("Truevision"), a Delaware 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 Truevision and assume all of the liabilities of Truevision.

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 Secretaries of State of California and Delaware, as the case may be in accordance with applicable law, and that, on the Effective Date, each outstanding share of Truevision 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 Truevision into Pinnacle and to assume Truevision's 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 and Delaware, 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.

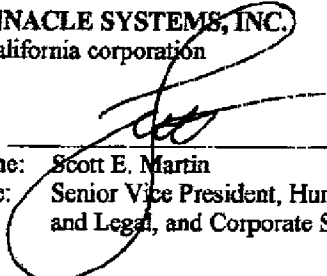
RESOLVED FURTHER: That the officers of Pinnacle are authorized, in the name and on behalf of Pinnacle, to execute and deliver any documents, instruments and certificates required to effect the Merger or related to the Merger, in the form and with those additions, deletions or other modifications as the 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."

SIXTH: 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 Truevision 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 94043, 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.

SEVENTH: 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 Scott E. Martin, its authorized officer, this 2nd day of August 2005

PINNACLE SYSTEMS, INC.
a California corporation

By: 
Name: Scott E. Martin
Title: Senior Vice President, Human Resources
and Legal, and Corporate Secretary

Signature Page to Delaware Certificate of Ownership and Merger