

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D/A
(Amendment #2)

Under the Securities Exchange Act of 1934

AVID TECHNOLOGY, INC.
(Name of Issuer)

Common Stock
(Title of Class of Securities)

05367P100
(CUSIP Number)

F. Thomas Dunlap, Jr.
Vice President, General Counsel and Secretary
Intel Corporation
2200 Mission College Boulevard
Santa Clara, CA 95052
Telephone: (408) 765-8080
(Name, Address and Telephone Number of Person
Authorized to Receive Notices and Communications)

August 4, 1998
(Date of Event which Requires
Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1 (b) (3) or (4), check the following box [].

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

CUSIP No. 05367P100 Schedule 13D/A Page 2 of 10 Pages

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|-----|--|--------------------|
| 1. | NAME OF REPORTING PERSON | Intel Corporation |
| | S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON | 94-1672743 |
| 2. | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | (a) []
(b) [] |
| 3. | SEC USE ONLY | |
| 4. | SOURCE OF FUNDS | WC |
| 5. | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2 (d) OR 2 (e) | [] |
| 6. | CITIZENSHIP OR PLACE OF ORGANIZATION | Delaware |
| | NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | |
| 7. | SOLE VOTING POWER | 1,002,632 |
| 8. | SHARED VOTING POWER | N/A |
| 9. | SOLE DISPOSITIVE POWER | 1,002,632 |
| 10. | SHARED DISPOSITIVE POWER | N/A |
| 11. | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | 1,002,632 |
| 12. | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES | [] |
| 13. | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) | 4.1% |

This Amendment No. 2 is being filed solely to correct certain typographical errors in the information reported on Amendment No. 1 filed on August 7, 1998. Information has not been updated to reflect any changes since August 7, 1998.

Item 2. Identity and Background.

(a) Name of Person Filing: Intel Corporation

The executive officers and directors of Intel Corporation are set forth on Appendix A hereto.

(b) State of Incorporation: Delaware

(c) Principal Business: Manufacturer of microcomputer components, modules and systems

(d) Address of Principal Business and Principal Office:

2200 Mission College Boulevard
Santa Clara, CA 95052-8119

(e) Criminal Proceedings:

During the last five years neither the Reporting Person nor any officer or director of the Reporting Person has been convicted in any criminal proceeding.

(f) Civil Proceedings:

During the last five years neither the Reporting Person nor any officer or director of the Reporting Person has been party to any civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which such person would have been subject to any judgment, decree or final order enjoining future violations of or prohibiting or mandating activities subject to Federal or State securities laws or finding any violation with respect to such laws.

Item 4. Purpose of the Transaction.

On August 4, 1998, the Reporting Person sold 500,000 shares of Avid Technology, Inc. ("Avid") Common Stock to Avid for a sales price of \$33.00 per share. The Reporting Person will, from time to time, evaluate market opportunities for further sale of its shares and may sell all or a portion of its shares in one or more sales pursuant to public or private offerings.

On August 6, 1998, the Reporting Person sold 50,000 shares of Avid Common Stock in an open market transaction for a sales price of \$34.50 per share.

Item 5. Interests in Securities of the Issuer.

- (a) Number of Shares
Beneficially Owned: 1,002,632 shares
- Percent of Class: 4.1% (based upon
25,682,130 shares of
common stock
outstanding)
- (b) Sole Power to Vote,
Direct the Vote of, or 1,002,632 shares
Dispose of Shares:
- Shared Power to Vote,
Direct the Vote of, or None
Dispose of Shares:
- (c) Recent Transactions:
- On August 4, 1998, the Reporting Person sold 500,000 shares of Common Stock of Avid to Avid at a price per share of \$33.00.
- On August 6, 1998, the Reporting Person sold 50,000 shares of Avid Common Stock in an open market transaction for a sales price of \$34.50 per share.
- (d) Rights with Respect to Dividends or Sales Proceeds: N/A
- (e) Date of Cessation of Five Percent Beneficial Ownership: August 4, 1998

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated as of September
23, 1998.

INTEL CORPORATION

By: /s/F. THOMAS DUNLAP, JR.
F. THOMAS DUNLAP, JR.
Vice President, General Counsel
and Secretary

APPENDIX A

DIRECTORS

The following is a list of all Directors of Intel Corporation and certain other information with respect to each Director:

Name: Craig R. Barrett

Business Address: 2200 Mission College Boulevard, Santa Clara, CA 95052

Principal Occupation: President and Chief Executive Officer of Intel Corporation

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems. 2200 Mission College Boulevard Santa Clara, CA 95052

Name: John Browne

Business Address: The British Petroleum Company plc, Britannic House, 1 Finsbury Circus, London EC2M 7BA

Principal Occupation: Group Chief Executive

Name, principal business and address of corporation or other organization in which employment is conducted: The British Petroleum Company plc, an integrated oil company. Britannic House, 1 Finsbury Circus London EC2M 7BA

Citizenship: British

Name: Winston H. Chen

Business Address: Paramitas Foundation, 3945 Freedom Circle,
Suite 760, Santa Clara, CA 95054

Principal Occupation: Chairman of Paramitas Foundation

Name, principal business and address of corporation or other organization in which employment is conducted: Paramitas Foundation, a charitable foundation.
3945 Freedom Circle, Suite 760
Santa Clara, CA 95054

Name: Andrew S. Grove

Business Address: 2200 Mission College Boulevard, Santa Clara,
CA 95052

Principal Occupation: Chairman of the Board of Directors of Intel
Corporation

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of
microcomputer components, modules and systems.
2200 Mission College Boulevard
Santa Clara, CA 95052

Name: D. James Guzy

Business Address: 1340 Arbor Road, Menlo Park, CA 94025

Principal Occupation: Chairman of The Arbor Company

Name, principal business and address of corporation or other organization in which employment is conducted: The Arbor Company, a limited partnership
engaged in the electronics and computer
industry.
1340 Arbor Road
Menlo Park, CA 94025

Name: Gordon E. Moore

Business Address: 2200 Mission College Boulevard, Santa Clara, CA 95052

Principal Occupation: Chairman Emeritus of the Board of Intel Corporation

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems. 2200 Mission College Boulevard Santa Clara, CA 95052

Name: Arthur Rock

Business Address: One Maritime Plaza, Suite 1220, San Francisco, CA 94111

Principal Occupation: Venture Capitalist

Name, principal business and address of corporation or other organization in which employment is conducted: Arthur Rock and Company, a venture capital firm. One Maritime Plaza, Suite 1220 San Francisco, CA 94111

Name: Jane E. Shaw

Business Address: 1310 Orleans Drive, Sunnyvale, CA 94089

Principal Occupation: Chairman and Chief Executive Officer

Name, principal business and address of corporation or other organization in which employment is conducted: AeroGen, Inc., a private company specializing in controlled delivery of drugs to the lungs 1310 Orleans Drive Sunnyvale, CA 94089

Name: Leslie L. Vadasz

Business Address: 2200 Mission College Boulevard, Santa Clara, CA 95052

Principal Occupation: Senior Vice President, Director, Corporate Business Development, Intel Corporation

Name, principal business and address of corporation or other organization in which employment is conducted: Intel Corporation, a manufacturer of microcomputer components, modules and systems. 2200 Mission College Boulevard Santa Clara, CA 95052

Name: David B. Yoffie

Business Address: Harvard Business School, Morgan Hall 247, Soldiers Field Road, Boston, MA 92163

Principal Occupation: Max and Doris Starr Professor of International Business Administration

Name, principal business and address of corporation or other organization in which employment is conducted: Harvard Business School, an educational institution. Harvard Business School Morgan Hall 247, Soldiers Field Road Boston, MA 92163

Name: Charles E. Young

Business Address: 10920 Wilshire Boulevard, Los Angeles, CA 90024

Principal Occupation: Chancellor Emeritus

Name, principal business and address of corporation or other organization in which employment is conducted: University of California at Los Angeles, an educational institution. 10920 Wilshire Boulevard Los Angeles, CA 90024

EXECUTIVE OFFICERS

The following is a list of all executive officers of Intel Corporation excluding executive officers who are also directors. Unless otherwise indicated, each officer's business address is 2200 Mission College Boulevard, Santa Clara, California 95052-8119, which address is Intel Corporation's business address.

Name: Paul S. Otellini

Title: Executive Vice President, Director, Intel
Architecture Business Group

Name: Gerhard H. Parker

Title: Executive Vice President, General Manager, New
Business Group

Name: Albert Y. C. Yu

Title: Senior Vice President, General Manager,
Microprocessor Products Group

Name: Andy D. Bryant

Title: Vice President and Chief Financial Officer

Name: F. Thomas Dunlap, Jr.

Title: Vice President, General Counsel and Secretary

Name: Sean M. Maloney

Title: Vice President, Director, Sales and Marketing Group

Name: Arvind Sodhani

Title: Vice President, Treasurer

Name: Michael R. Splinter

Title: Vice President, General Manager, Technology and
Manufacturing Group