UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D (Amendment No. 19)

Under the Securities Exchange Act of 1934

AVID TECHNOLOGY, INC.

(Name of Issuer)

Common Stock, Par Value \$.01 Per Share

(Title of Class of Securities)

05367P100 ----

(CUSIP Number)

Gwen G. Reinke
Blum Capital Partners, L.P.
909 Montgomery Street, Suite 400
San Francisco, CA 94133
(415) 434-1111

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

September 28, 2012

(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 remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

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 (however, see the Notes).

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CUSIP NO. 05367P100 SCHEDULE 13D Page 2 of 16

1. NAME OF REPORTING PERSON BLUM CAPITAL PARTNERS, L.P.

I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 94-3205364

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [x]

(b) [x]

3. SEC USE ONLY

4. SOURCE OF FUNDS* See Item 3

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2 (d) or 2 (e)

California

6. CITIZENSHIP OR PLACE OF ORGANIZATION

	7. SOLE VOTING POWER	-0-
BENEFICIALLY	8. SHARED VOTING POWER	7,241,549**
	9. SOLE DISPOSITIVE POWER	-0-
		7,241,549**
	JNT BENEFICIALLY OWNED BY EACH REPORTING PERS	
12. CHECK BOX IF TO CERTAIN SHARES		[]
	ASS REPRESENTED BY AMOUNT IN ROW (11)	
14. TYPE OF REPORT	FING PERSON	PN, IA
** See Item 5		
	* * * *	
CHCTD NO 05267D100) SCHEDULE 13D	Dago 2 of 16
COSIP NO. 0336/P100	SCHEDULE 13D	Page 3 of 16
1. NAME OF REPORT	TING PERSON RICHARD C. BLUM & AS	
	FICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	
2. CHECK THE APPR	ROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [x] (b) [x]
3. SEC USE ONLY		
4. SOURCE OF FUNI)S*	See Item 3
5. CHECK BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED FEMS 2(d) or 2(e)	[]
6. CITIZENSHIP OF	R PLACE OF ORGANIZATION	California
	7. SOLE VOTING POWER	-0-
NUMBER OF SHARES BENEFICIALLY	8. SHARED VOTING POWER	7,241,549**
OWNED BY EACH PERSON WITH	9. SOLE DISPOSITIVE POWER	-0-
	10. SHARED DISPOSITIVE POWER	7,241,549**
	JNT BENEFICIALLY OWNED BY EACH REPORTING PERS	
	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES	[]
	ASS REPRESENTED BY AMOUNT IN ROW (11)	18.6%**
14. TYPE OF REPORT	TING PERSON	co
** See Item 5		

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CUSI	P NO. 05367P10	0			Page 4 of 16
	NAME OF REPOR			BLUM STRATEGIC G	
	I.R.S. IDENTI	FICATION NO. OF	ABOVE PERSON	(ENTITIES ONLY)	
2.	CHECK THE APP	ROPRIATE BOX IF	A MEMBER OF A	GROUP*	(a) [x] (b) [x]
	SEC USE ONLY				
4.	SOURCE OF FUN				See Item 3
	CHECK BOX IF	DISCLOSURE OF L TEMS 2(d) or 2(EGAL PROCEEDIN		[]
6.	CITIZENSHIP O	R PLACE OF ORGA			Delaware
		7. SOLE VOTI			-0-
S	UMBER OF HARES ENEFICIALLY	8. SHARED VO			7,241,549**
	WNED BY EACH PERSON WITH	9. SOLE DISP			-0-
		10. SHARED DI		 R	7,241,549**
	CHECK BOX IF	THE AGGREGATE A		H REPORTING PERSO	
 12.	CHECK BOX IF CERTAIN SHARE	THE AGGREGATE A	MOUNT IN ROW (11) EXCLUDES	[]
12. 13.	CHECK BOX IF CERTAIN SHARE PERCENT OF CL	THE AGGREGATE AIS ASS REPRESENTED	MOUNT IN ROW (11) EXCLUDES	[] 18.6%**
12. 13. 13.	CHECK BOX IF CERTAIN SHARE PERCENT OF CL	THE AGGREGATE AIS ASS REPRESENTED TING PERSON	MOUNT IN ROW (11) EXCLUDES ROW (11)	[] 18.6%** lity Company)
 12. 13. 14. ** S	CHECK BOX IF CERTAIN SHARE PERCENT OF CL	THE AGGREGATE AIS	MOUNT IN ROW (11) EXCLUDES ROW (11) OO (Limited Liabi	[] 18.6%** lity Company)
 12. 13. 14. ** S	CHECK BOX IF CERTAIN SHARE PERCENT OF CL TYPE OF REPOR See Item 5	THE AGGREGATE ALS ASS REPRESENTED TING PERSON	MOUNT IN ROW (BY AMOUNT IN :	11) EXCLUDES ROW (11) OO (Limited Liabi	[]
 12. 13. 14. ** S	CHECK BOX IF CERTAIN SHARE PERCENT OF CL TYPE OF REPOR See Item 5	THE AGGREGATE AND SECTION ASS REPRESENTED TING PERSON TING PERSON TING PERSON	MOUNT IN ROW (BY AMOUNT IN :	11) EXCLUDES ROW (11) OO (Limited Liabi	[]
 12. 13. 14. ** S	CHECK BOX IF CERTAIN SHARE PERCENT OF CL TYPE OF REPOR See Item 5 P NO. 05367P10 NAME OF REPOR I.R.S. IDENTI	THE AGGREGATE AND SECTION ASS REPRESENTED TING PERSON TING PERSON TING PERSON	MOUNT IN ROW (BY AMOUNT IN :	BLUM STRATEGIC	Page 5 of 16 GP III, L.P. 02-0742606
12. 13. 14 14 1. 2.	CHECK BOX IF CERTAIN SHARE PERCENT OF CL TYPE OF REPOR See Item 5 P NO. 05367P10 NAME OF REPOR I.R.S. IDENTI	THE AGGREGATE AND SECOND TO THE AGGREGATE AND SECOND TO SECOND SE	MOUNT IN ROW (BY AMOUNT IN : * * * * SCHEDULE 13D ABOVE PERSON A MEMBER OF A	BLUM STRATEGIC	Page 5 of 16 GP III, L.P. 02-0742606 (a) [x] (b) [x]
12. 13. 14. ** S	CHECK BOX IF CERTAIN SHARE PERCENT OF CL TYPE OF REPOR See Item 5 P NO. 05367P10 NAME OF REPOR I.R.S. IDENTI CHECK THE APP	THE AGGREGATE AND SECTION ASS REPRESENTED TING PERSON TING PERSON TING PERSON FICATION NO. OF TICATION NO.	MOUNT IN ROW (BY AMOUNT IN : * * * * SCHEDULE 13D ABOVE PERSON A MEMBER OF A	BLUM STRATEGIC (ENTITIES ONLY)	Page 5 of 16 GP III, L.P. 02-0742606 (a) [x] (b) [x]
12. 13. 14 14 1. 2. 4.	CHECK BOX IF CERTAIN SHARE PERCENT OF CL TYPE OF REPOR See Item 5 TP NO. 05367P10 NAME OF REPOR I.R.S. IDENTI CHECK THE APP SEC USE ONLY SOURCE OF FUN CHECK BOX IF PURSUANT TO I	THE AGGREGATE AND SET ING PERSON TING PERSON TING PERSON FICATION NO. OF ROPRIATE BOX IF DISCLOSURE OF LETTEMS 2 (d) or 2 (d)	MOUNT IN ROW (BY AMOUNT IN : * * * * * SCHEDULE 13D ABOVE PERSON A MEMBER OF A	BLUM STRATEGIC (ENTITIES ONLY)	[] 18.6%** lity Company) Page 5 of 16 GP III, L.P. 02-0742606 (a) [x] (b) [x] See Item 3

	7. SOLE VOTING POWER	-0-
SHARES BENEFICIALLY	8. SHARED VOTING POWER	7,241,549**
	9. SOLE DISPOSITIVE POWER	-0-
	10. SHARED DISPOSITIVE POWER	7,241,549**
	DUNT BENEFICIALLY OWNED BY EACH REPORTING PE	
.2. CHECK BOX IF CERTAIN SHARE		[]
	LASS REPRESENTED BY AMOUNT IN ROW (11)	
L4. TYPE OF REPOR	RTING PERSON	PN
** See Item 5		
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CUSIP NO. 05367P1(OO SCHEDULE 13D	Page 6 of 16
	DELIN CEDAMENT DI IM CEDAMENTO DA	 RTNERS III, L.P.
1. NAME OF REPOR	RTING PERSON BLUM STRATEGIC PA	,
I.R.S. IDENT	IFICATION NO. OF ABOVE PERSON (ENTITIES ONLY) 04-3809438
I.R.S. IDENT		04-3809438 (a) [x]
I.R.S. IDENT	IFICATION NO. OF ABOVE PERSON (ENTITIES ONLY	04-3809438 (a) [x] (b) [x]
I.R.S. IDENT: 2. CHECK THE APPLICATION OF THE APPLI	IFICATION NO. OF ABOVE PERSON (ENTITIES ONLY PROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [x]
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF	PROPRIATE BOX IF A MEMBER OF A GROUP* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2(d) or 2(e)	(a) [x] (b) [x] See Item 3
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED) 04-3809438 (a) [x] (b) [x] See Item 3
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I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO 19 6. CITIZENSHIP (PROPRIATE BOX IF A MEMBER OF A GROUP* NDS* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2(d) or 2(e) DR PLACE OF ORGANIZATION) 04-3809438 (a) [x] (b) [x] See Item 3
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO THE PURSUANT T	PROPRIATE BOX IF A MEMBER OF A GROUP* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2(d) or 2(e) OR PLACE OF ORGANIZATION 7. SOLE VOTING POWER) 04-3809438 (a) [x] (b) [x] See Item 3 [] Delaware
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO THE PURSUANT T	PROPRIATE BOX IF A MEMBER OF A GROUP* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2(d) or 2(e) OR PLACE OF ORGANIZATION 7. SOLE VOTING POWER 8. SHARED VOTING POWER) 04-3809438 (a) [x] (b) [x] See Item 3 [] Delaware -0- 7,241,549**
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO	PROPRIATE BOX IF A MEMBER OF A GROUP* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2(d) or 2(e) OR PLACE OF ORGANIZATION 7. SOLE VOTING POWER 8. SHARED VOTING POWER 9. SOLE DISPOSITIVE POWER) 04-3809438 (a) [x] (b) [x] See Item 3 [] Delaware -0- 7,241,549**
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO	PROPRIATE BOX IF A MEMBER OF A GROUP* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2 (d) or 2 (e) OR PLACE OF ORGANIZATION 7. SOLE VOTING POWER 8. SHARED VOTING POWER 9. SOLE DISPOSITIVE POWER DUNT BENEFICIALLY OWNED BY EACH REPORTING PETTHE AGGREGATE AMOUNT IN ROW (11) EXCLUDES) 04-3809438 (a) [x] (b) [x] See Item 3 [] Delaware -0- 7,241,549** -0- 7,241,549**
I.R.S. IDENT: 2. CHECK THE APP 3. SEC USE ONLY 4. SOURCE OF FUR 5. CHECK BOX IF PURSUANT TO	PROPRIATE BOX IF A MEMBER OF A GROUP* DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED ITEMS 2 (d) or 2 (e) OR PLACE OF ORGANIZATION 7. SOLE VOTING POWER 8. SHARED VOTING POWER 9. SOLE DISPOSITIVE POWER DUNT BENEFICIALLY OWNED BY EACH REPORTING PETTHE AGGREGATE AMOUNT IN ROW (11) EXCLUDES) 04-3809438 (a) [x] (b) [x] See Item 3 [] Delaware -0- 7,241,549** -0- 7,241,549**

** See Item 5

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JUSI	IP NO. 05367P100 SCHEDULE 13D	Page 7 of 10
1.	NAME OF REPORTING PERSON BLUM STRATE	GIC GP IV, L.L.C
	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL	Y) 26-0588693
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [x] (b) [x]
3.	SEC USE ONLY	
4.	SOURCE OF FUNDS*	See Item 3
5.	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRE PURSUANT TO ITEMS 2(d) or 2(e)	[]
6.	CITIZENSHIP OR PLACE OF ORGANIZATION	Delaware
	7. SOLE VOTING POWER	-0-
S	NUMBER OFSHARES 8. SHARED VOTING POWER BENEFICIALLY OWNED BY EACH	7,241,549**
	PERSON WITH 9. SOLE DISPOSITIVE POWER	-0-
	10. SHARED DISPOSITIVE POWER	7,241,549**
12.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	[]
 13.	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	18.6%**
13. 14.	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5	18.6%**
13. 14.	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L	18.6%**
13. 14.	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5	18.6%**
13. 14. *** \$	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D	18.6%** .iability Company)
13. 14. *** S	CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D NAME OF REPORTING PERSON BLUM STRA I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL	Page 8 of 16
13. 14. *** \$	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	Page 8 of 16 TEGIC GP IV, L.P. (a) [x] (b) [x]
13. 14. 14. 1.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D NAME OF REPORTING PERSON BLUM STRA I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL	Page 8 of 16 TEGIC GP IV, L.P. (a) [x] (b) [x]
13. 14. 1. 2.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D NAME OF REPORTING PERSON BLUM STRA I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*	Page 8 of 16 TEGIC GP IV, L.P. (a) [x] (b) [x]
13. 14. 14. 1. 2.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D NAME OF REPORTING PERSON I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS* CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRE PURSUANT TO ITEMS 2(d) or 2(e)	Page 8 of 16 TEGIC GP IV, L.P. (a) [x] (b) [x]
13. 14 13 14 1. 2. 4.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) TYPE OF REPORTING PERSON OO (Limited L See Item 5 * * * * * IP NO. 05367P100 SCHEDULE 13D NAME OF REPORTING PERSON BLUM STRA I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONL CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* SEC USE ONLY SOURCE OF FUNDS* CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRE	Page 8 of 1 TEGIC GP IV, L.P (a) [x (b) [x

	7. SOLE VOTING POWER	-0-
NUMBER OF SHARES BENEFICIALLY	8. SHARED VOTING POWER	7,241,549**
	9. SOLE DISPOSITIVE POWER	-0-
	10. SHARED DISPOSITIVE POWER	7,241,549**
	UNT BENEFICIALLY OWNED BY EACH REPORTING PERS	
12. CHECK BOX IF CERTAIN SHARES		[]
	ASS REPRESENTED BY AMOUNT IN ROW (11)	
14. TYPE OF REPORT	TING PERSON	PN
** See Item 5		
	* * * *	
CUSIP NO. 05367P100	0 SCHEDULE 13D	Page 9 of 16
1. NAME OF REPORT	TING PERSON BLUM STRATEGIC PAF	
	FICATION NO. OF ABOVE PERSON (ENTITIES ONLY)	
2. CHECK THE APPR	ROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [x] (b) [x]
3. SEC USE ONLY		
4. SOURCE OF FUNI	DS*	See Item 3
5. CHECK BOX IF I	DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED TEMS 2(d) or 2(e)	[]
6. CITIZENSHIP OF	R PLACE OF ORGANIZATION	Delaware
	7. SOLE VOTING POWER	-0-
NUMBER OF SHARES BENEFICIALLY	8. SHARED VOTING POWER	7,241,549**
OWNED BY EACH PERSON WITH	9. SOLE DISPOSITIVE POWER	-0-
	10. SHARED DISPOSITIVE POWER	7,241,549**
	UNT BENEFICIALLY OWNED BY EACH REPORTING PERS	
	THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES S	
	ASS REPRESENTED BY AMOUNT IN ROW (11)	18.6%**
14. TYPE OF REPORT	TING PERSON	PN
** See Item 5		

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CUSIP NO. 05367P100

SCHEDULE 13D

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Item 1. Security and Issuer

This Amendment No. 19 amends the Statement on Schedule 13D (the "Schedule 13D") filed with the Securities and Exchange Commission (the "Commission") on May 17, 2012 by Blum Capital Partners, L.P., a California limited partnership, ("Blum LP"); Richard C. Blum & Associates, Inc., a California corporation ("RCBA Inc."); Blum Strategic GP III, L.L.C., a Delaware limited liability company ("Blum GP III"); Blum Strategic GP III, L.P., a Delaware limited partnership ("Blum GP III LP"); Blum Strategic Partners III, L.P., a Delaware limited partnership ("Blum Strategic III"); Blum Strategic GP IV, L.L.C., a Delaware limited liability company ("Blum GP IV"); Blum Strategic GP IV, L.P., a Delaware limited partnership ("Blum GP IV LP"); and Blum Strategic Partners IV, L.P., a Delaware limited partnership ("Blum GP IV LP"); and Blum Strategic Partners IV, L.P., a Delaware limited partnership ("Blum Strategic IV") (collectively, the "Reporting Persons").

This amendment relates to shares of common stock, \$.01 par value per share (the "Common Stock") of Avid Technology, Inc., a Delaware corporation (the "Issuer"). The principal executive office and mailing address of the Issuer is 75 Network Drive, Burlington, MA 01803.

The following amendments to the Schedule 13D are hereby made. Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Schedule 13D as previously amended.

Item 2. Identity and Background

Item 2 is hereby amended and restated in its entirety with the following:

Blum LP is a California limited partnership whose principal business is acting as general partner for investment partnerships and providing investment advisory services. Blum LP is an investment advisor registered with the Securities and Exchange Commission. The sole general partner of Blum LP is RCBA Inc.

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SCHEDULE 13D

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The principal business office address of Blum LP and RCBA Inc. is 909 Montgomery Street, Suite 400, San Francisco, California 94133. The names of the executive officers and directors of RCBA Inc., their addresses, citizenship and principal occupations are as follows:

Name and Office Held			-	Principal Occupation or Employment
Richard C. Blum President, Chairman & Director	909 Montgomery Suite 400	St.	USA	President & Chairman, Blum LP
Murray McCabe Managing Partner	909 Montgomery Suite 400 San Francisco,			Managing Partner, Blum LP
Nils Colin Lind Senior Adviser	909 Montgomery Suite 400 San Francisco,		Norway	Senior Adviser, Blum LP
Jane J. Su Managing Partner	909 Montgomery Suite 400 San Francisco,			Managing Partner, Blum LP
John H. Park Partner	909 Montgomery Suite 400	St.	USA	Partner, Blum LP

San Francisco, CA 94133 909 Montgomery St. USA Partner, David H.S. Chung Suite 400 Partner Blum LP San Francisco, CA 94133 Peter Westley 909 Montgomery St. Suite 400 USA Partner, Blum LP Partner San Francisco, CA 94133 Gwen G. Reinke 909 Montgomery St.
Partner, General Suite 400
Counsel & Chief San Francisco, CA 94133 USA Partner, General Counsel & Chief Compliance Officer Blum LP Compliance Officer Marc T. Scholvinck 909 Montgomery St. USA Managing Partner & Managing Partner, Suite 400 Chief Financial San Francisco, CA 94133 Chief Financial Officer, Blum LP Officer, Assistant

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Blum GP III is a Delaware limited liability company whose principal business is acting as the general partner of Blum GP III LP, a Delaware limited partnership, whose principal business is acting as the general partner of Blum Strategic Partners III, L.P. ("Blum Strategic III"), whose principal office is 909 Montgomery Street, Suite 400, San Francisco, California 94133.

The principal business office address of Blum GP III and Blum GP III LP is 909 Montgomery Street, Suite 400, San Francisco, California 94133. The names of the managing members and members of Blum GP III, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address	ship	Principal Occupation or Employment
Richard C. Blum Managing Member	2 4		President & Chairman, Blum LP
Nils Colin Lind Member	909 Montgomery St Suite 400 San Francisco, CA	Norway	Senior Adviser, Blum LP
Jane J. Su Managing Member	909 Montgomery St Suite 400 San Francisco, CA		Managing Partner, Blum LP
John H. Park Member	909 Montgomery St Suite 400 San Francisco, CA		Partner, Blum LP
David H.S. Chung Member	909 Montgomery St Suite 400 San Francisco, CA		Partner, Blum LP
Gwen G. Reinke Member	909 Montgomery St Suite 400 San Francisco, CA		Partner, General Counsel & Chief Compliance Officer Blum LP
Marc T. Scholvinck Managing Member			Managing Partner & Chief Financial Officer, Blum LP

* * * * * * *

Secretary & Director

Blum GP IV is a Delaware limited liability company whose principal business is acting as the general partner of Blum GP IV LP, a Delaware limited partnership, whose principal business is acting as the general partner of Blum Strategic Partners IV, L.P. ("Blum Strategic IV"), whose principal office is 909 Montgomery Street, Suite 400, San Francisco, California 94133.

The principal business office address of Blum GP IV and Blum GP IV LP is 909 Montgomery Street, Suite 400, San Francisco, California 94133. The names of the managing members and members of Blum GP IV, their addresses, citizenship and principal occupations are as follows:

Name and Office Held	Business Address		- Principal Occupation or Employment
Richard C. Blum Managing Member	909 Montgomery S Suite 400 San Francisco, C		President & Chairman, Blum LP
Nils Colin Lind Member	909 Montgomery S Suite 400 San Francisco, C	Norway	d Senior Adviser, Blum LP
Jane J. Su Managing Member	909 Montgomery S Suite 400 San Francisco, C		Managing Partner, Blum LP
John H. Park Member	909 Montgomery S Suite 400 San Francisco, C		Partner, Blum LP
David H.S. Chung Member	909 Montgomery S Suite 400 San Francisco, C		Partner, Blum LP
Gwen G. Reinke Member	909 Montgomery S Suite 400 San Francisco, C		Partner, General Counsel & Chief Compliance Officer Blum LP
Marc T. Scholvinck Managing Member			Managing Partner & Chief Financial Officer, Blum LP

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SCHEDULE 13D

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To the best knowledge of the Reporting Persons, none of the entities or persons identified in this Item 2 has, during the past five years, been convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors), nor been a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a 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 3. Source and Amount of Funds or Other Considerations $% \left(1\right) =\left(1\right) \left(1\right) \left$

There have been no changes to Item 3 since the Schedule 13D Amendment filed on May 1, 2008.

Item 4. Purpose of Transaction

There have been no changes to Item 4 since the Schedule 13D Amendment filed on May 17, 2012.

Item 5. Interest in Securities of the Issuer

(a), (b) According to the Issuer's 10-Q filed with the Commission on

August 9, 2012, there were 38,852,646 shares of Common Stock issued and outstanding as of August 6, 2012. Based on such information, after taking into account the transactions described in Item 5(c) below, the Reporting Persons report beneficial ownership of the following shares of Common Stock: (i) 731 shares of Common Stock held directly by RCBA Inc., which represents 0.0% of the outstanding shares of the Common Stock; (ii) 20,756 shares of Common Stock held directly by Blum LP, which represents 0.1% of the outstanding shares of the Common Stock; (iii) 132,824 shares of Common Stock held by Blum LP and RCBA Inc. on behalf of the limited partnerships for which Blum LP serves as the general partner, which represents 0.3% of the outstanding shares of the Common Stock; (iv) 4,100,000 shares of the Common Stock held by Blum GP III which serves as general partner of Blum GP III LP which, in turn, serves as the general partner of Blum Strategic III, which represents 10.6% of the outstanding shares of the Common Stock; and (v) 2,987,238 shares of the Common Stock held by Blum GP IV which serves as general partner of Blum GP IV LP which, in turn, serves as the general partner of Blum Strategic IV, which represents 7.7% of the outstanding shares of the Common Stock.

Voting and investment power concerning the above shares are held solely by Blum LP, Blum GP III and Blum GP IV. The Reporting Persons therefore may be deemed to be members in a group, in which case the group would be deemed to have beneficial ownership of an aggregate of 7,241,549 shares of the Common Stock, which is 18.6% of the outstanding Common Stock. As the sole general partner of Blum LP, RCBA Inc. is deemed the beneficial owner of the securities

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over which Blum LP has voting and investment power. The filing of this Schedule shall not be construed as an admission that any of the shareholders, directors or executive officers of RCBA Inc. or the managing members and members of Blum GP III, Blum GP III LP, Blum GP IV and Blum GP IV, is, for any purpose, the beneficial owner of any of the securities that are beneficially owned by RCBA Inc., Blum LP, Blum GP III LP, Blum GP III, Blum GP IV, Blum GP IV LP.

c) On September 28, 2012, the Reporting Persons distributed, on a pro rata basis, 324,511 shares of Common Stock to several limited partners in one of the limited partnerships for which Blum LP serves as the general partner and transferred 20,674 shares to Blum LP in a liquidating distribution.

On October 1, 2012, the Reporting Persons distributed, on a pro rata basis, 535,306 shares of Common Stock to several limited partners in three of the limited partnerships for which Blum LP serves as the general partner and transferred 12,221 shares to Blum LP.

Also, on October 1, 2012, the Reporting Persons distributed, on a pro rata basis, 12,139 shares of Common Stock to the limited partners of Blum LP.

- (d) Not applicable.
- (e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

There have been no changes to Item 6 since the Schedule 13D Amendment filed on February 27, 2012.

Item 7. Material to be Filed as Exhibits

Exhibit A - Joint Filing Undertaking

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SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the Undersigned certify that the information set forth in this statement is true,

complete and correct.

Dated: October 2, 2012

RICHARD C. BLUM & ASSOCIATES, INC. BLUM CAPITAL PARTNERS, L.P.

By: Richard C. Blum & Associates, Inc.

its General Partner

By: /s/ Gwen G. Reinke

Gwen G. Reinke

Gwen G. Reinke
Partner, General Counsel and Chief Compliance Officer

By: /s/ Gwen G. Reinke

Gwen G. Reinke

Partner, General Counsel and Chief Compliance Officer

BLUM STRATEGIC GP III, L.L.C.

BLUM STRATEGIC GP III, L.P.

By: Blum Strategic GP III, L.L.C.

its General Partner

By: /s/ Gwen G. Reinke

_____ Gwen G. Reinke Member

By: /s/ Gwen G. Reinke

Gwen G. Reinke Member

BLUM STRATEGIC PARTNERS III, L.P. BLUM STRATEGIC GP IV, L.L.C.

By: Blum Strategic GP III, L.P.,

its General Partner

By: Blum Strategic GP III, L.L.C.

its General Partner

By: /s/ Gwen G. Reinke

Gwen G. Reinke

By: /s/ Gwen G. Reinke

Gwen G. Reinke Member

Member

BLUM STRATEGIC GP IV, L.P.

By: Blum Strategic GP IV, L.L.C.

By: Blum Strategic GP IV, L.P.,

its General Partner

its General Partner

its General Partner

its General Partner

By: Blum Strategic GP IV, L.L.C.

its General Partner

By: /s/ Gwen G. Reinke

_____ Gwen G. Reinke

its General Partner

Member

By: /s/ Gwen G. Reinke

Gwen G. Reinke

Member

CUSIP NO. 05367P100

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Exhibit A JOINT FILING UNDERTAKING

The undersigned, being duly authorized thereunto, hereby execute this agreement as an exhibit to this Schedule 13D to evidence the agreement of the below-named parties, in accordance with the rules promulgated pursuant to the Securities Exchange Act of 1934, to file this Schedule jointly on behalf of each such party.

Dated: October 2, 2012

RICHARD C. BLUM & ASSOCIATES, INC. BLUM CAPITAL PARTNERS, L.P.

By: Richard C. Blum & Associates, Inc.

its General Partner

By: /s/ Gwen G. Reinke

Gwen G. Reinke

Partner, General Counsel and Chief Compliance Officer

By: /s/ Gwen G. Reinke

Gwen G. Reinke

Partner, General Counsel and Chief Compliance Officer

BLUM STRATEGIC GP III, L.L.C.

BLUM STRATEGIC GP III, L.P.

By: Blum Strategic GP III, L.L.C. its General Partner

By: /s/ Gwen G. Reinke By: /s/ Gwen G. Reinke Gwen G. Reinke Gwen G. Reinke Member Member BLUM STRATEGIC PARTNERS III, L.P. BLUM STRATEGIC GP IV, L.L.C. By: Blum Strategic GP III, L.P., its General Partner By: Blum Strategic GP III, L.L.C. its General Partner By: /s/ Gwen G. Reinke By: /s/ Gwen G. Reinke Gwen G. Reinke Gwen G. Reinke Member Member BLUM STRATEGIC PARTNERS IV, L.P. BLUM STRATEGIC GP IV, L.P. BLUM STRATEGIC PARTNERS IV, L.P.
By: Blum Strategic GP IV, L.L.C.
its General Partner

BLUM STRATEGIC PARTNERS IV, L.P.
By: Blum Strategic GP IV, L.P.,
its General Partner its General Partner
By: Blum Strategic GP IV, L.L.C. its General Partner By: /s/ Gwen G. Reinke By: /s/ Gwen G. Reinke _____ _____ Gwen G. Reinke Gwen G. Reinke Member Member