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VIEWPOINT CORP
Form 8-K
October 29, 2004

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported)
October 26, 2004

VIEWPOINT CORPORATION
(Exact name of registrant as specified in its charter)

| | | |
|--|---|--|
| Delaware ----- (state or other juris- diction of incorporation) | 0-27168 ----- (Commission File Number) | 95-4102687 ----- (I.R.S. Employer Identification No.) |
|--|---|--|

| | |
|---|------------------------------|
| 498 Seventh Avenue, Suite 1810, New York, NY ----- (Address of principal executive offices) | 10018 ----- (Zip Code) |
|---|------------------------------|

Registrant's telephone number, including area code: (212) 201-0800

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2 (b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4 (c))

SECTION 5 - CORPORATE GOVERNANCE AND MANAGEMENT

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ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;
APPOINTMENT OF PRINCIPAL OFFICERS

(d) Acting by unanimous written consent, the Board of Directors of Viewpoint Corporation elected Patrick Vogt to the Board effective October 26, 2004. A copy of the press release announcing Mr. Vogt's election to the Board of Directors of Viewpoint is attached hereto as Exhibit 99.1.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

VIEWPOINT CORPORATION

/s/ William H. Mitchell

William H. Mitchell
Chief Financial Officer

Dated: October 29, 2004