



GLIDE: Towards Photorealistic Image Generation and Editing with Text-Guided Diffusion Models

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CAP 6412

Spring 2023

Outline

- Motivation
- Objectives
- Diffusion Model
- GLIDE
- Image Inpainting
- Results
- Conclusion

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GLIDE: Towards Photorealistic Image Generation and Editing with Text-Guided Diffusion Models

Alex Nichol* Prafulla Dhariwal* Aditya Ramesh* Pranav Shyam Pamela Mishkin Bob McGrew
Ilya Sutskever Mark Chen

Abstract

Diffusion models have recently been shown to generate high-quality synthetic images, especially when paired with a guidance technique to trade off diversity for fidelity. We explore diffusion models for the problem of text-conditional image synthesis and compare two different guidance strategies: CLIP guidance and classifier-free guidance. We find that the latter is preferred by human evaluators for both photorealism and caption similarity, and often produces photorealistic samples. Samples from a 3.5 billion parameter text-conditional diffusion model using classifier-free guidance are favored by human evaluators to those from DALL-E, even when the latter uses expensive CLIP reranking. Additionally, we find that our models can be fine-tuned to perform image inpainting, enabling powerful text-driven image editing. We train a smaller model on a filtered dataset and release the code and weights at <https://github.com/openai/glide-text2im>.

their corresponding text prompts.

On the other hand, unconditional image models can synthesize photorealistic images (Brock et al., 2018; Karras et al., 2019a;b; Razavi et al., 2019), sometimes with enough fidelity that humans can't distinguish them from real images (Zhou et al., 2019). Within this line of research, diffusion models (Sohl-Dickstein et al., 2015; Song & Ermon, 2020b) have emerged as a promising family of generative models, achieving state-of-the-art sample quality on a number of image generation benchmarks (Ho et al., 2020; Dhariwal & Nichol, 2021; Ho et al., 2021).

To achieve photorealism in the class-conditional setting, Dhariwal & Nichol (2021) augmented diffusion models with *classifier guidance*, a technique which allows diffusion models to condition on a classifier's labels. The classifier is first trained on noised images, and during the diffusion sampling process, gradients from the classifier are used to guide the sample towards the label. Ho & Salimans (2021) achieved similar results without a separately trained classifier through the use of *classifier-free guidance*, a form of guidance that interpolates between predictions from a diffusion model with and without labels.

<https://github.com/openai/glide-text2im>

Motivation

Diffusion models have revolutionized generating photorealistic images from text prompts.



“a hedgehog using a
calculator”

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Diffusion models have revolutionized generating photorealistic images from text prompts.



“a hedgehog using a calculator”



“a painting of a fox in the style of starry night”

Motivation

One of the interesting applications of diffusion models is **Image editing**, which is making realistic edits to an image based on natural language prompts.

Original



“zebras roaming in the field”

Motivation

One of the interesting applications of diffusion models is **Image editing**, which is making realistic edits to an image based on natural language prompts.



“zebras roaming in the field”

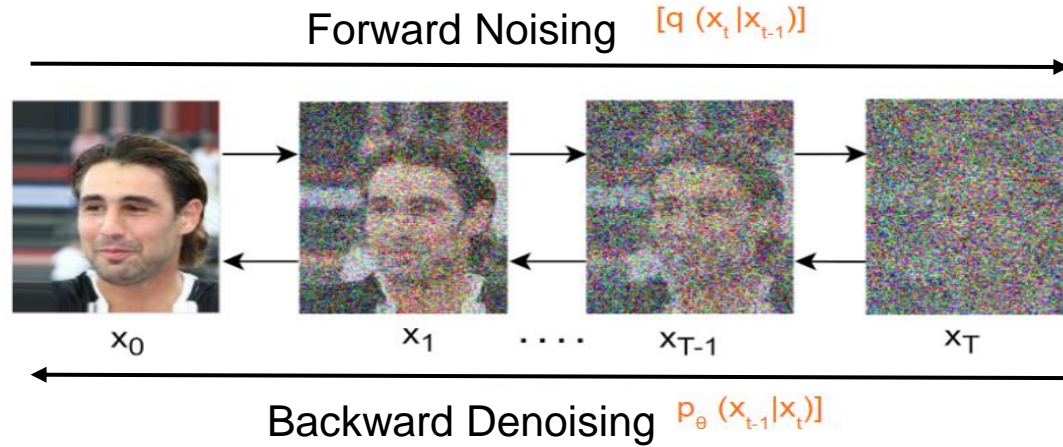
Objectives

Objectives

- Develop guided diffusion model to generate photorealistic images given text prompts using,
 - CLIP guidance
 - Classifier-free guidance
- Perform image inpainting

Diffusion Model

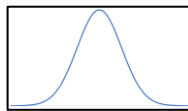
Diffusion Model




- Noise is added iteratively to generate sample noised images.
- A model is learned to take noised image and iteratively generate denoised samples.

Forward process

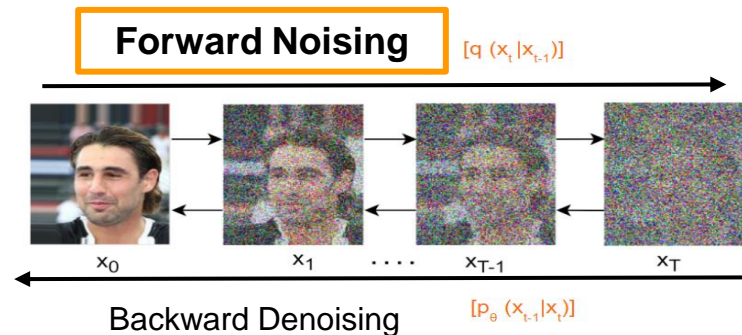
Noise Adding Function



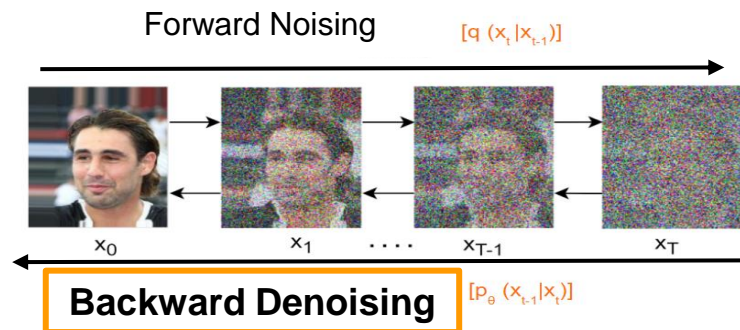
$$q(x_t | x_{t-1}) := \mathcal{N}(x_t; \sqrt{\alpha_t} x_{t-1}, (1 - \alpha_t) \mathcal{I})$$


Where:

- \mathcal{N} is the Gaussian distribution
- α_t is a hyperparameter variance scheduler
- \mathcal{I} is the identity matrix



Backward Process



Inference

$$p_\theta(x_{t-1}|x_t) := \mathcal{N}(\mu_\theta(x_t), \Sigma_\theta(x_t))$$

Where:

- \mathcal{N} is the Gaussian distribution
- $\mu_\theta(x_t)$ is the learned mean vector
- $\Sigma_\theta(x_t)$ is the learned covariance vector

Text-Guided Diffusion Model

Text-Conditioned Diffusion?



$$p_{\theta}(x_{t-1}|x_t) = \mathcal{N}(\mu_{\theta}(x_t), \Sigma_{\theta}(x_t))$$

Text-Conditioned Diffusion?

You already understand the **Diffusion**.



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But you need something **More Controlled**.

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$$p_{\theta}(x_{t-1}|x_t) = \mathcal{N}(\mu_{\theta}(x_t), \Sigma_{\theta}(x_t))$$

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Label = “Goldfinch”

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Label = “robots
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$$p_{\theta}(x_{t-1}|x_t, y)$$

Text-Conditioned Diffusion?

You already understand the **Diffusion**.



$$p_{\theta}(x_{t-1} | \boxed{x_t}) = \mathcal{N}(\mu_{\theta}(x_t), \Sigma_{\theta}(x_t))$$

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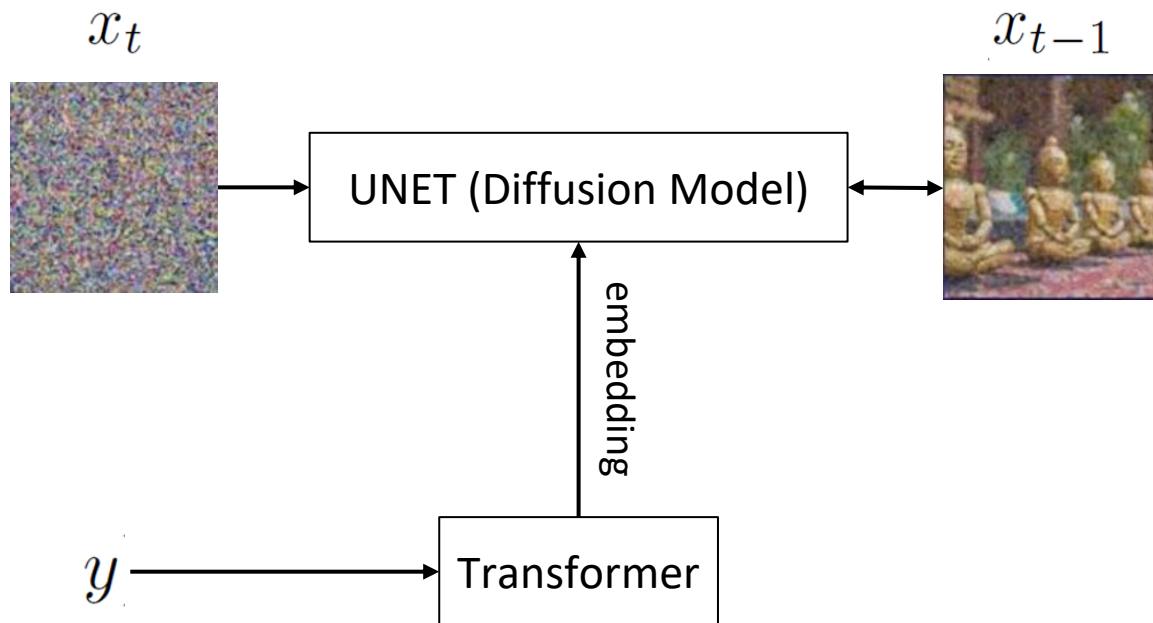


Label = “robots
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$$p_{\theta}(x_{t-1} | x_t, y) \longrightarrow \text{Text-Conditioned Diffusion}$$

Text-Conditioned Diffusion



Convert text to discrete tokens & attend to them in UNET

But. Naïve Text Conditional Models = Incoherent Samples

But. Naïve Text Conditional Models = Incoherent Samples

Solution: Guidance

Guidance |

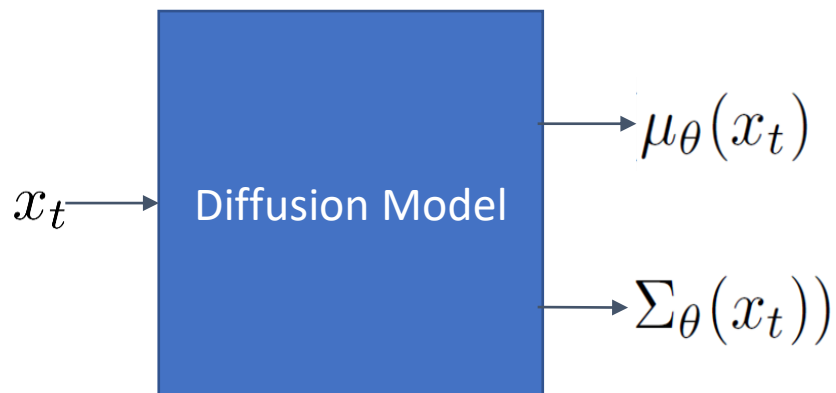
Guidance | ?

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$$p_{\theta}(x_{t-1}|x_t) = \mathcal{N}(\mu_{\theta}(x_t), \Sigma_{\theta}(x_t))$$

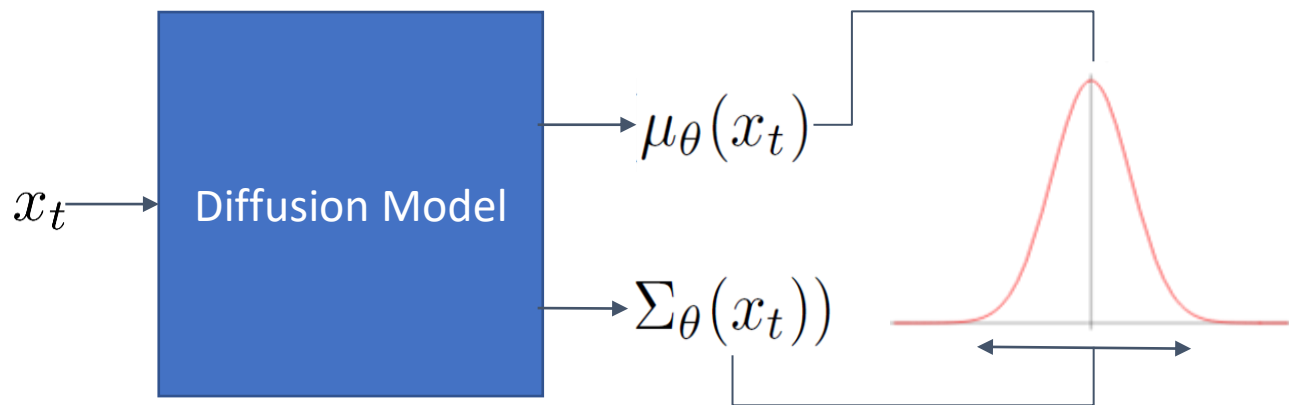
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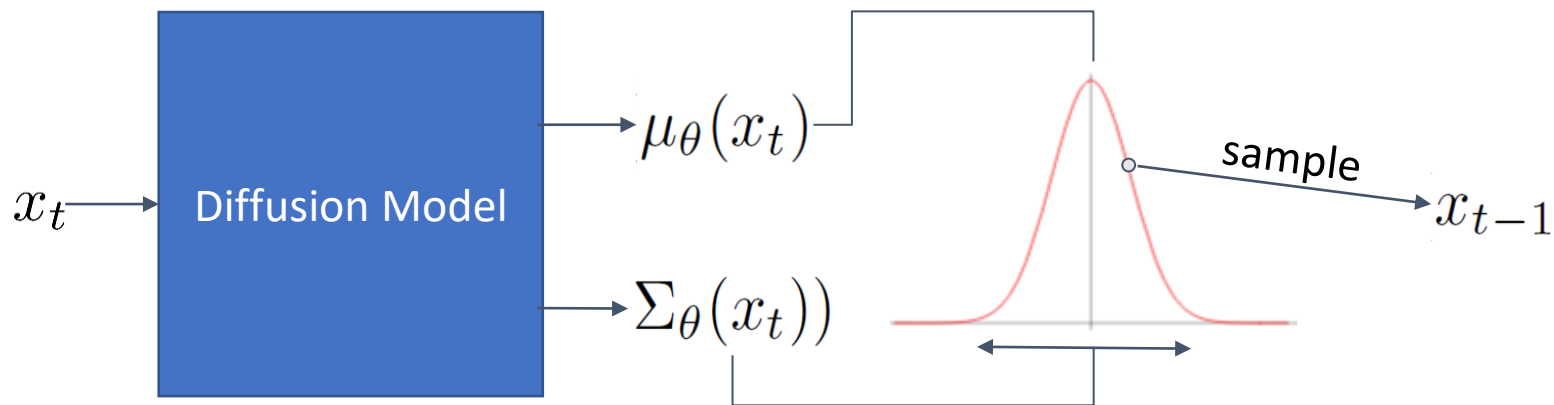
Guidance | ?

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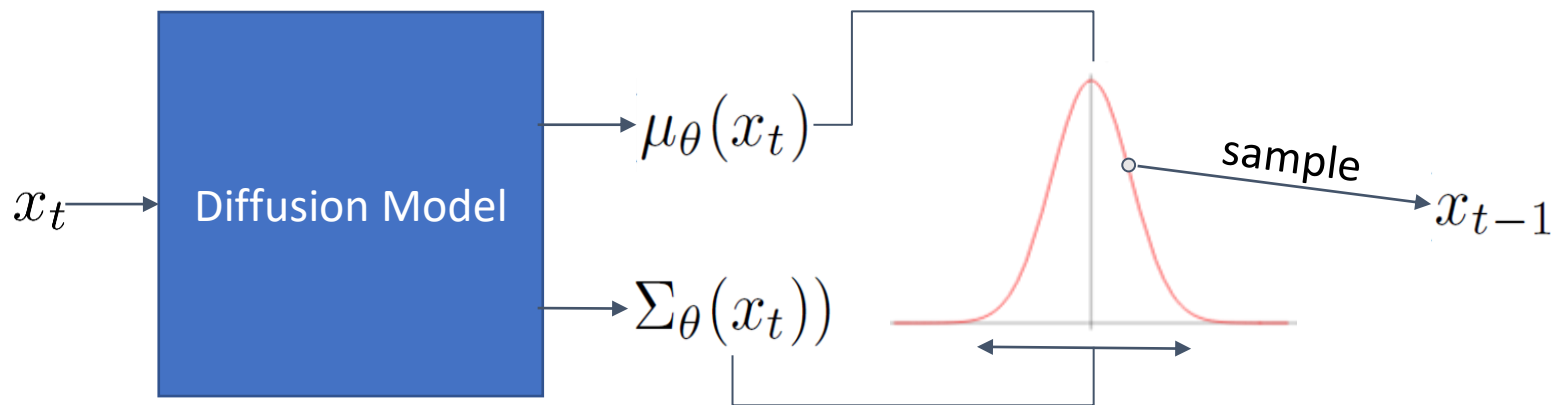
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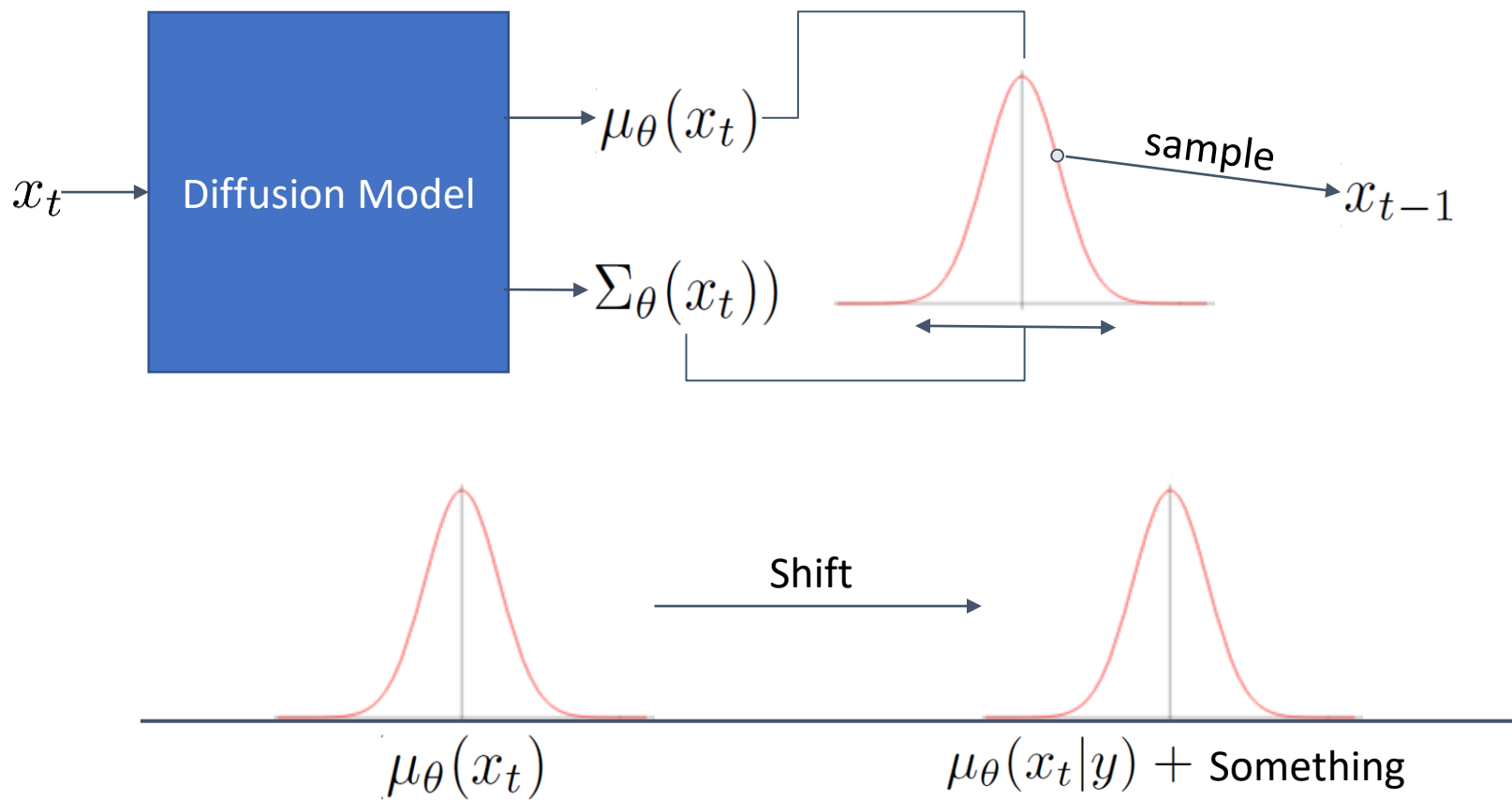
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Guidance |

Guidance | Simple Classifier-Based Guidance | Label = “Goldfinch”

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First: Train a Classifier.

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Then in Diffusion:

Guidance | Simple Classifier-Based Guidance | Label = “Goldfinch”

First: Train a Classifier.



Then in Diffusion:

Pass x_t through classifier; get y . Compute gradient of log-probability of y by x_t

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Then in Diffusion:

Pass x_t through classifier; get y . Compute $\nabla_{x_t} \log p_{\phi}(y|x_t)$

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First: Train a Classifier.



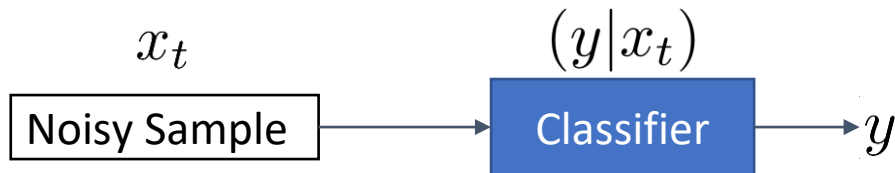
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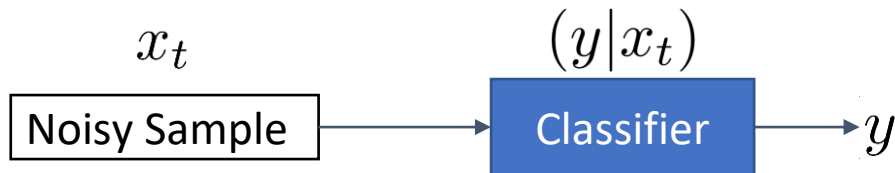
$$p_\theta(x_{t-1}|x_t) = \mathcal{N}(\mu_\theta(x_t), \Sigma_\theta(x_t))$$

A blue line connects the $\mu_\theta(x_t)$ term in the equation above to the $\mu_\theta(x_t|y)$ term in the equation below.

$$\hat{\mu}_\theta(x_t|y) = \mu_\theta(x_t|y) + s \cdot \Sigma_\theta(x_t|y) \nabla_{x_t} \log p_\phi(y|x_t)$$

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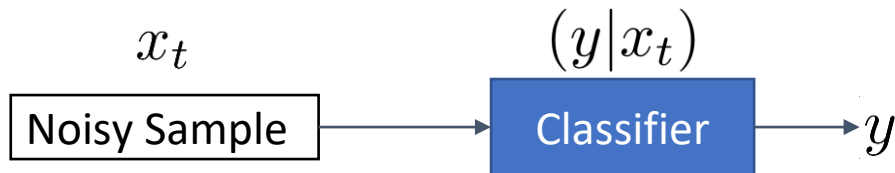
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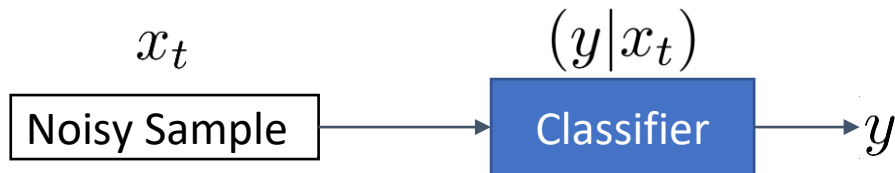
$$p_\theta(x_{t-1}|x_t) = \mathcal{N}(\mu_\theta(x_t), \Sigma_\theta(x_t))$$

A diagram illustrating the influence of the classifier on the diffusion process. A green box containing $\nabla_{x_t} \log p_\phi(y|x_t)$ has a green arrow labeled "Influence" pointing to a large blue box. The blue box contains the equation $\hat{\mu}_\theta(x_t|y) = \mu_\theta(x_t|y) + s \cdot \Sigma_\theta(x_t|y) \nabla_{x_t} \log p_\phi(y|x_t)$. A blue arrow points from the $\mu_\theta(x_t)$ term in the equation above to the $\mu_\theta(x_t|y)$ term in the equation below. Another blue arrow points from the $\mu_\theta(x_t)$ term in the equation above to the $\hat{\mu}_\theta(x_t|y)$ term in the equation below.

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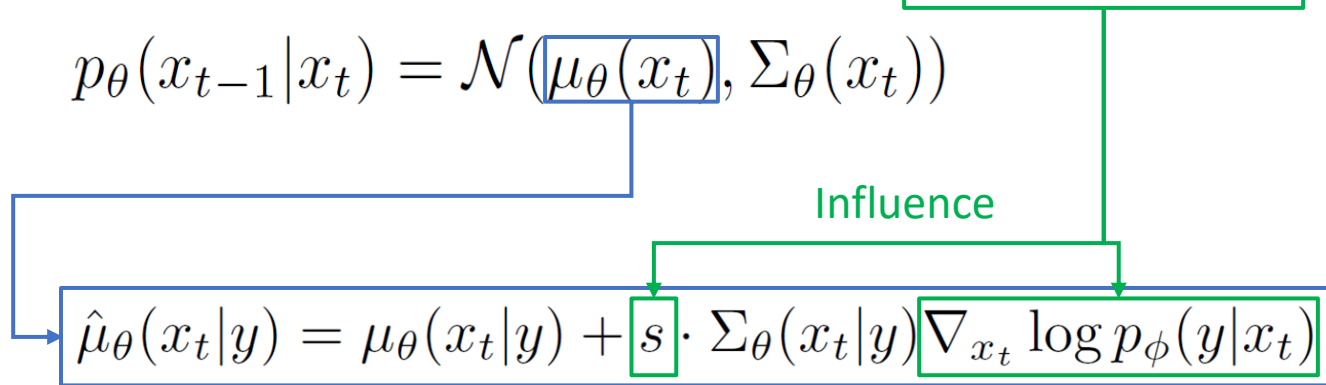
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$$p_\theta(x_{t-1}|x_t) = \mathcal{N}(\mu_\theta(x_t), \Sigma_\theta(x_t))$$



But. **You need even more Control.** Label = “robots meditating in a vipassana retreat”

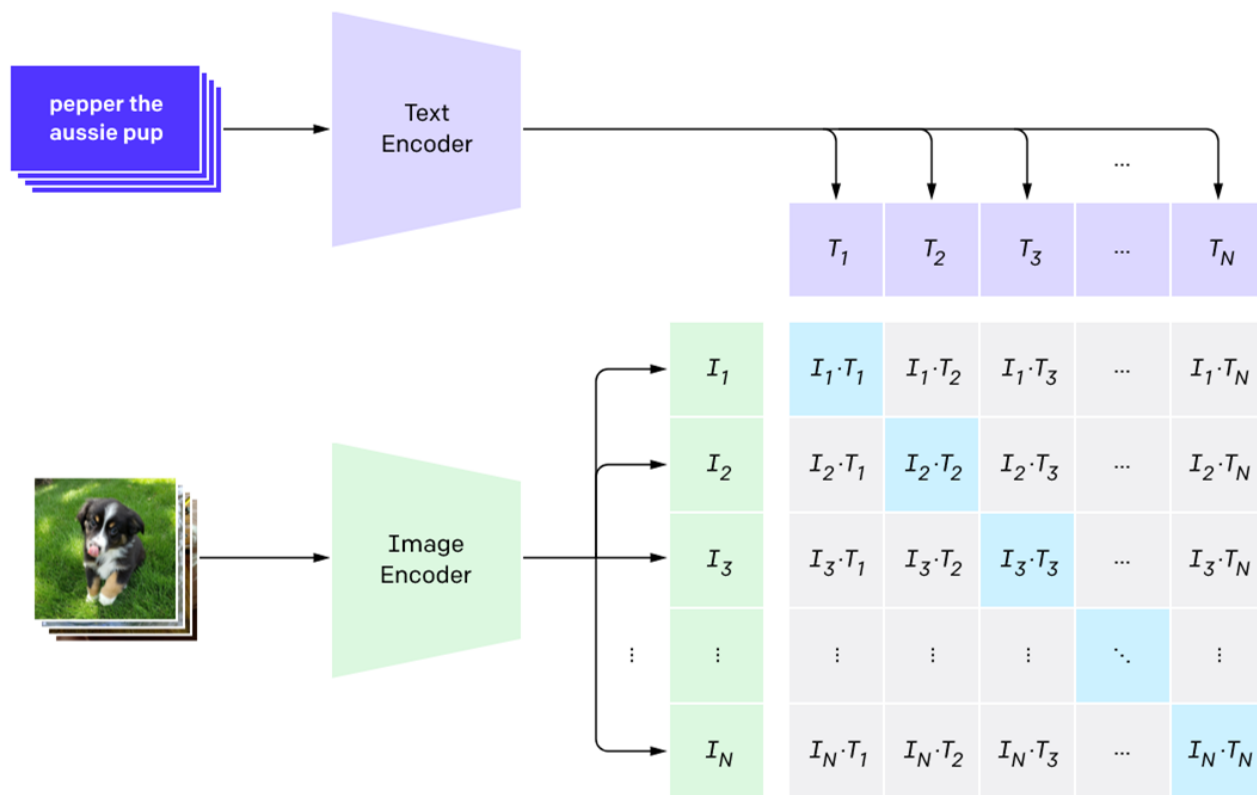
Guidance |

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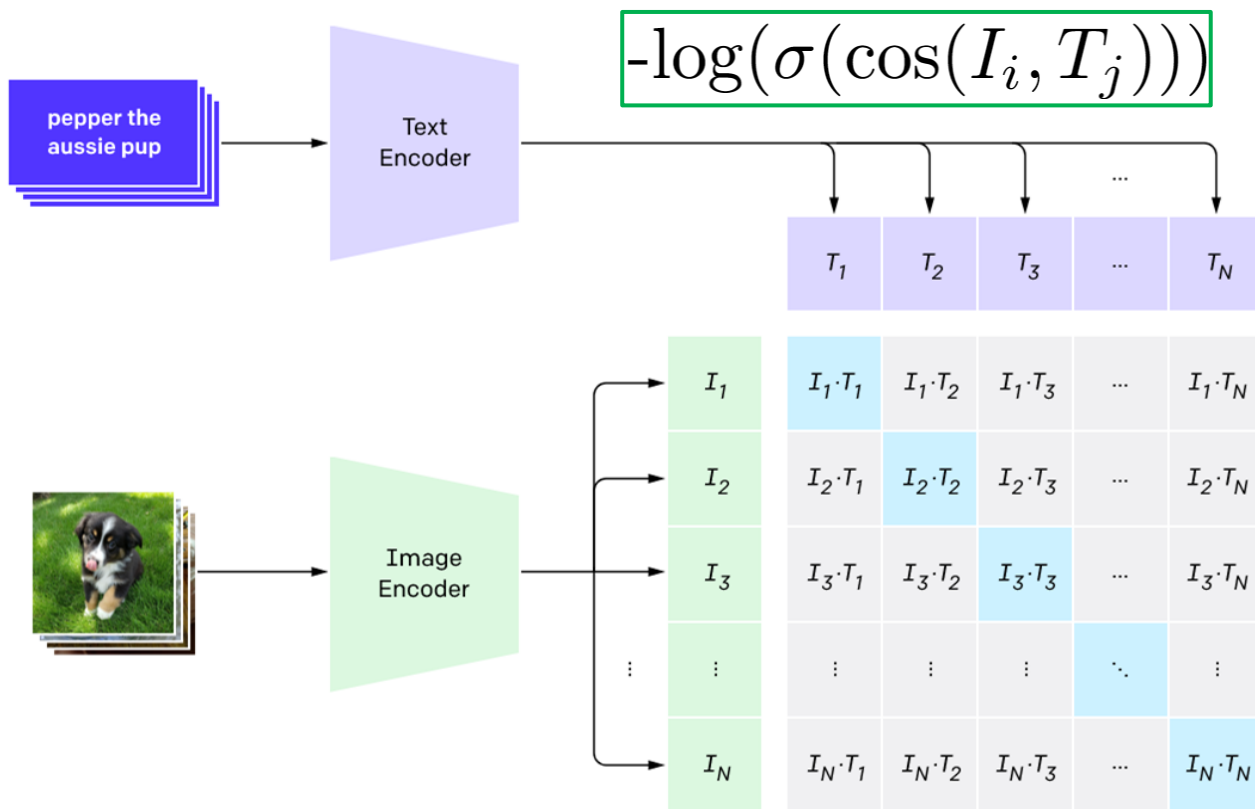
Guidance | CLIP-Based Guidance | Label = “robots meditating in a vipassana retreat”

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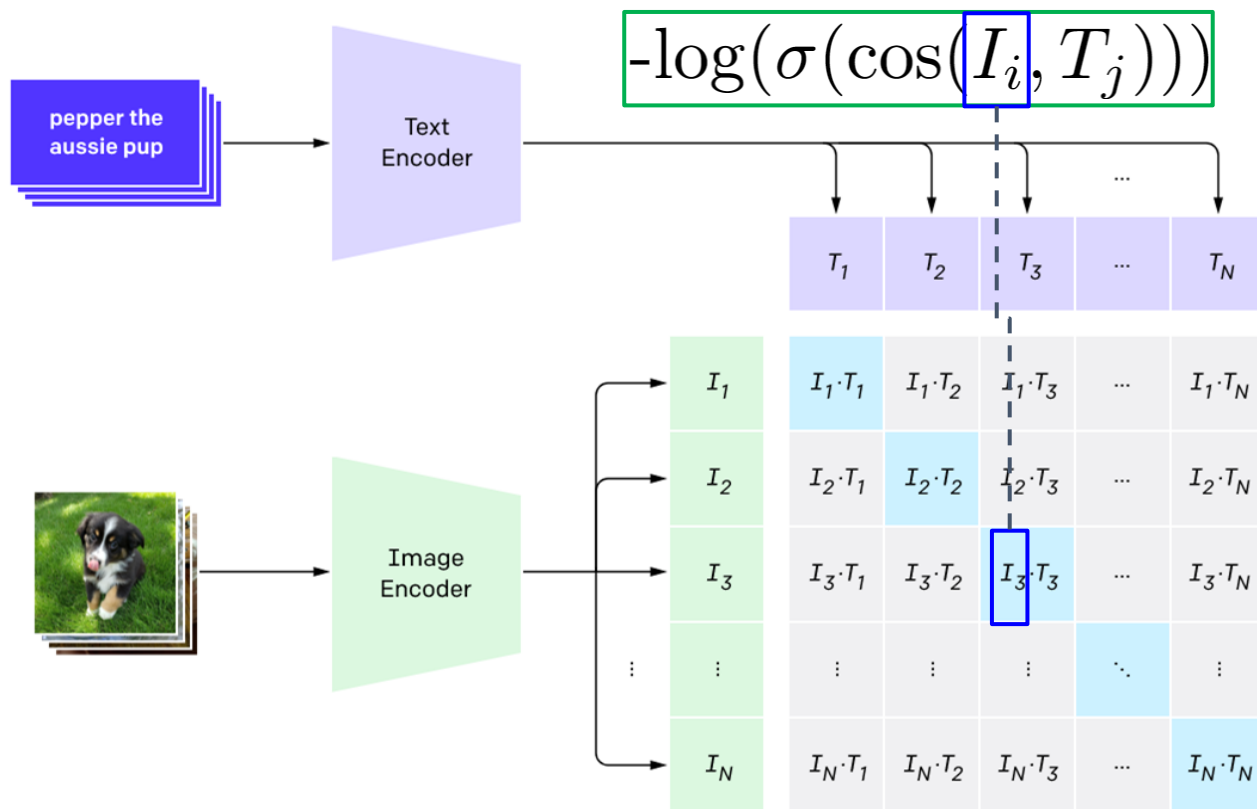
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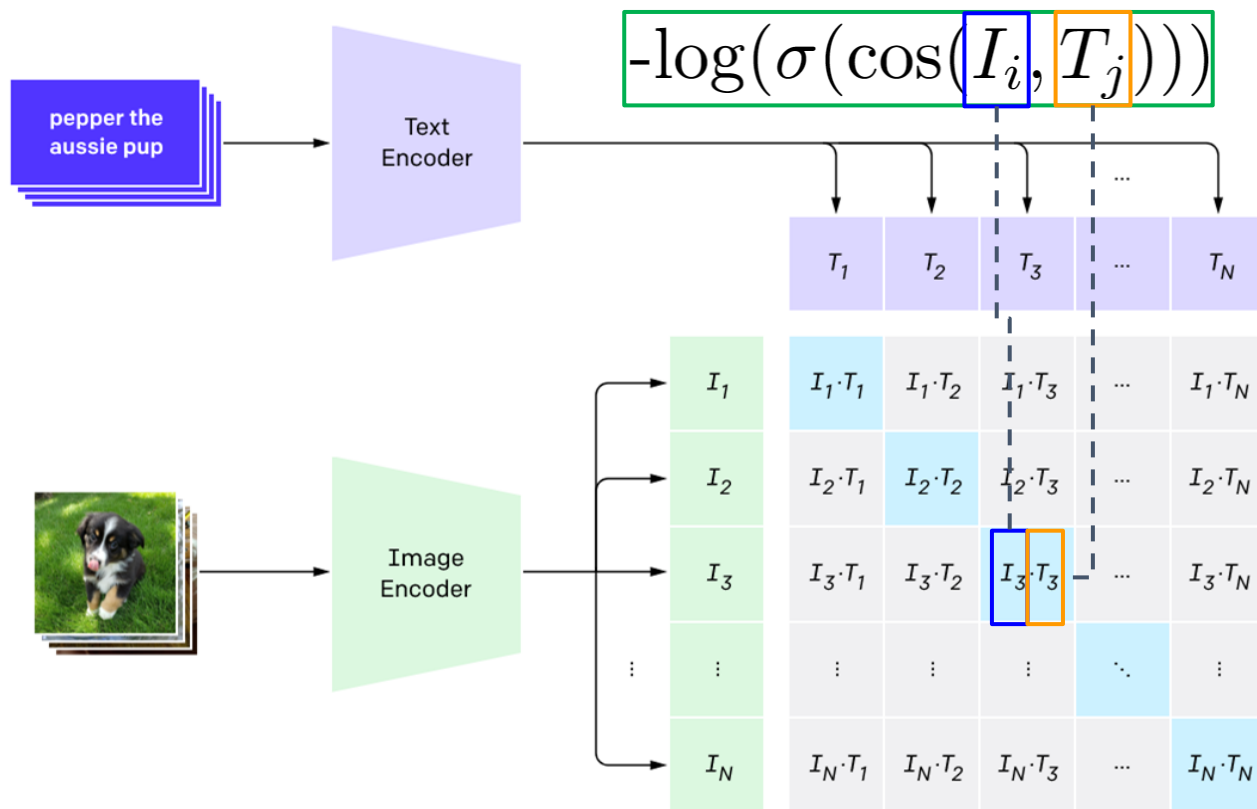
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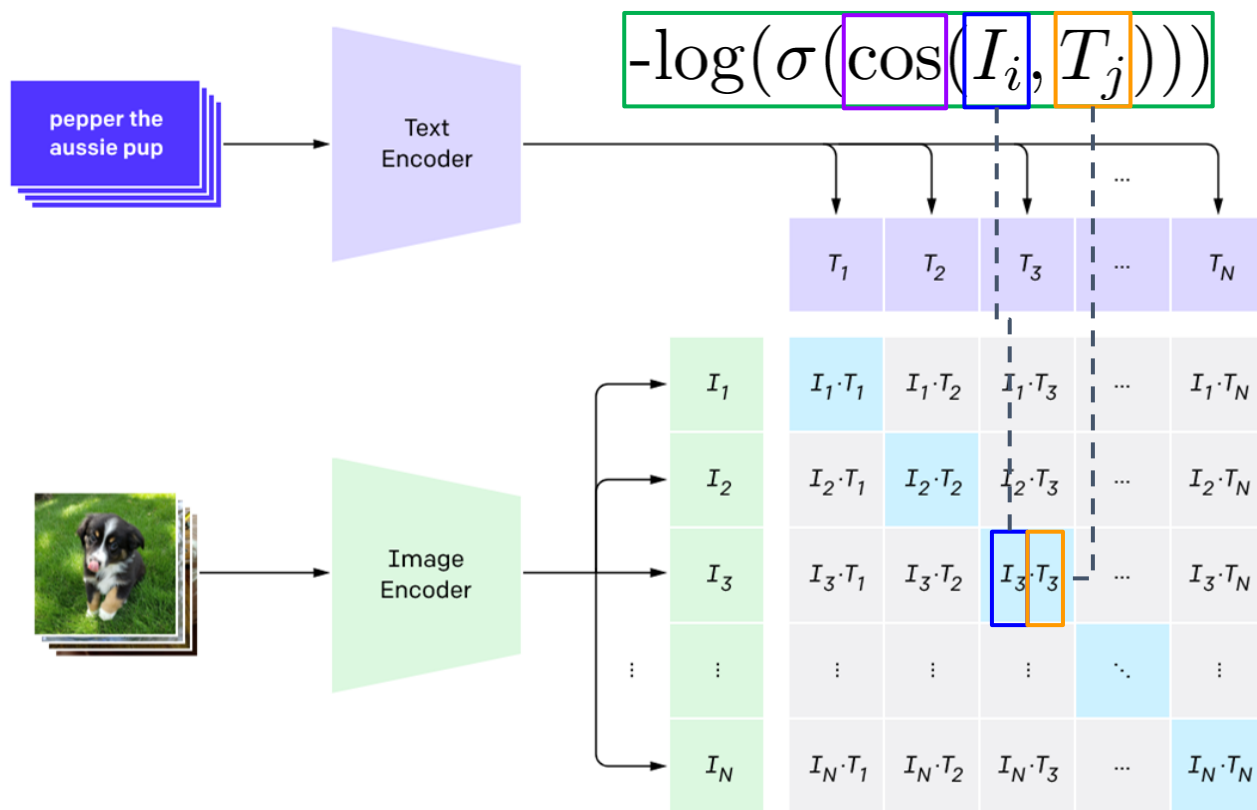
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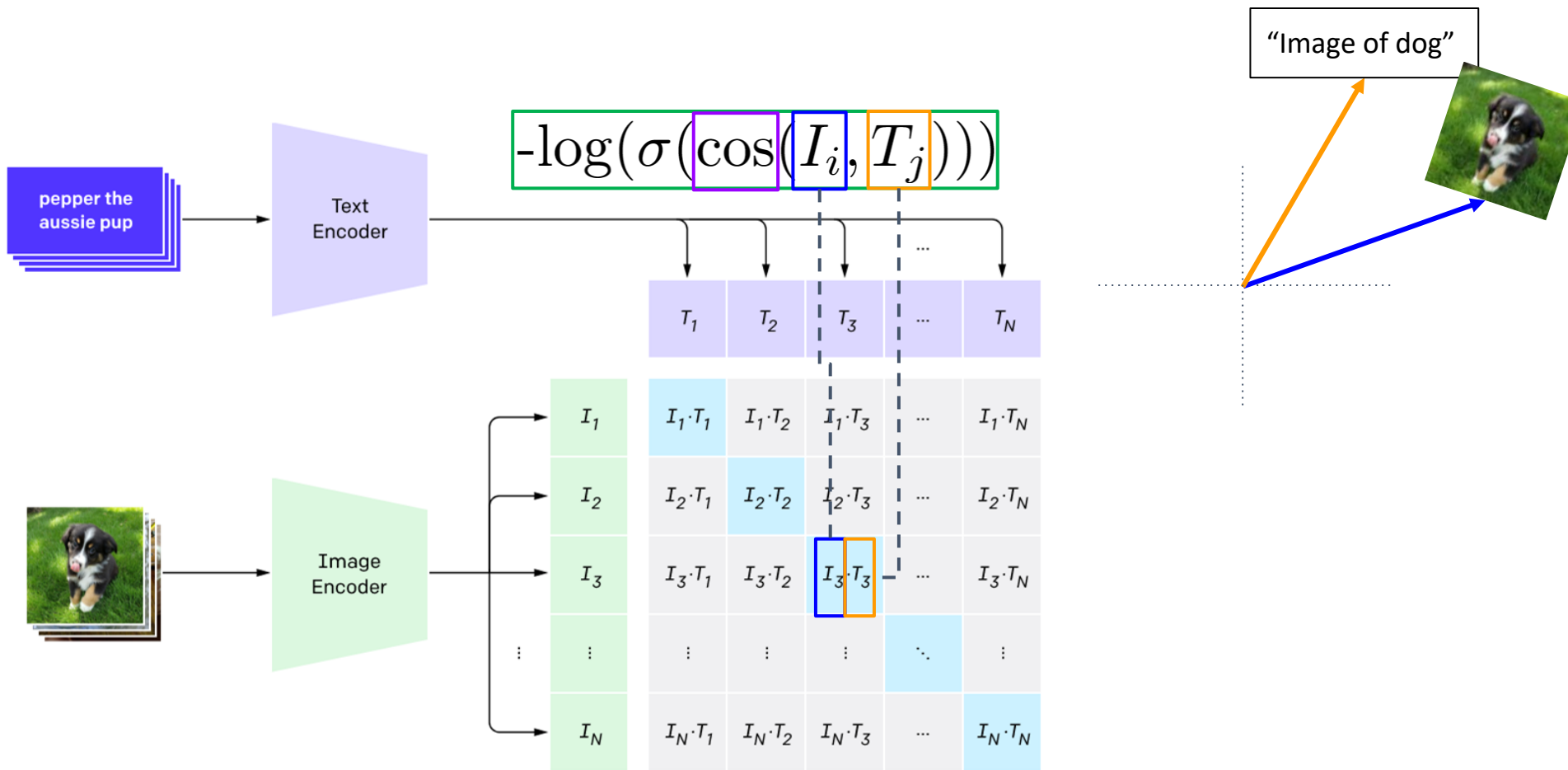
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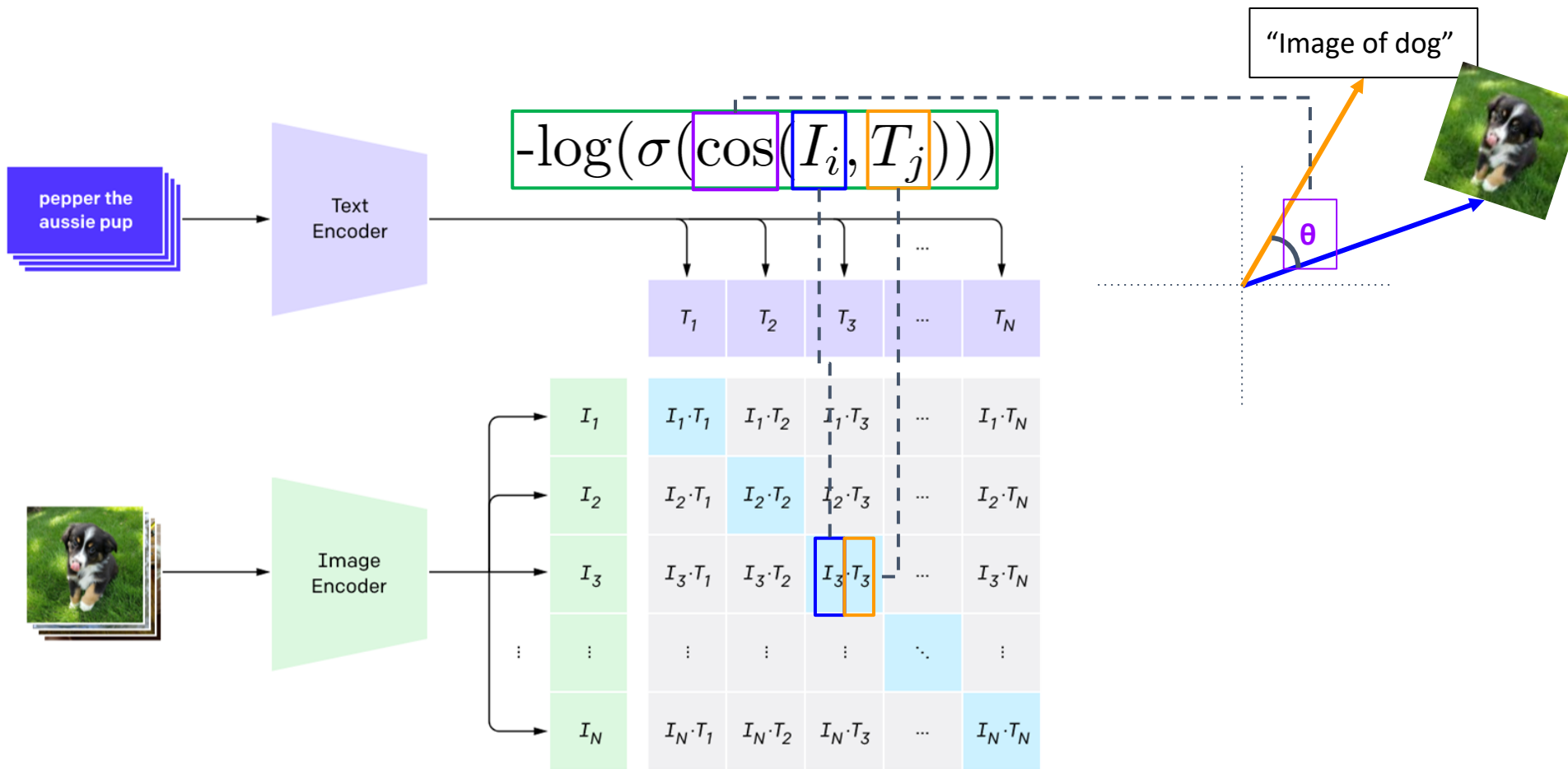
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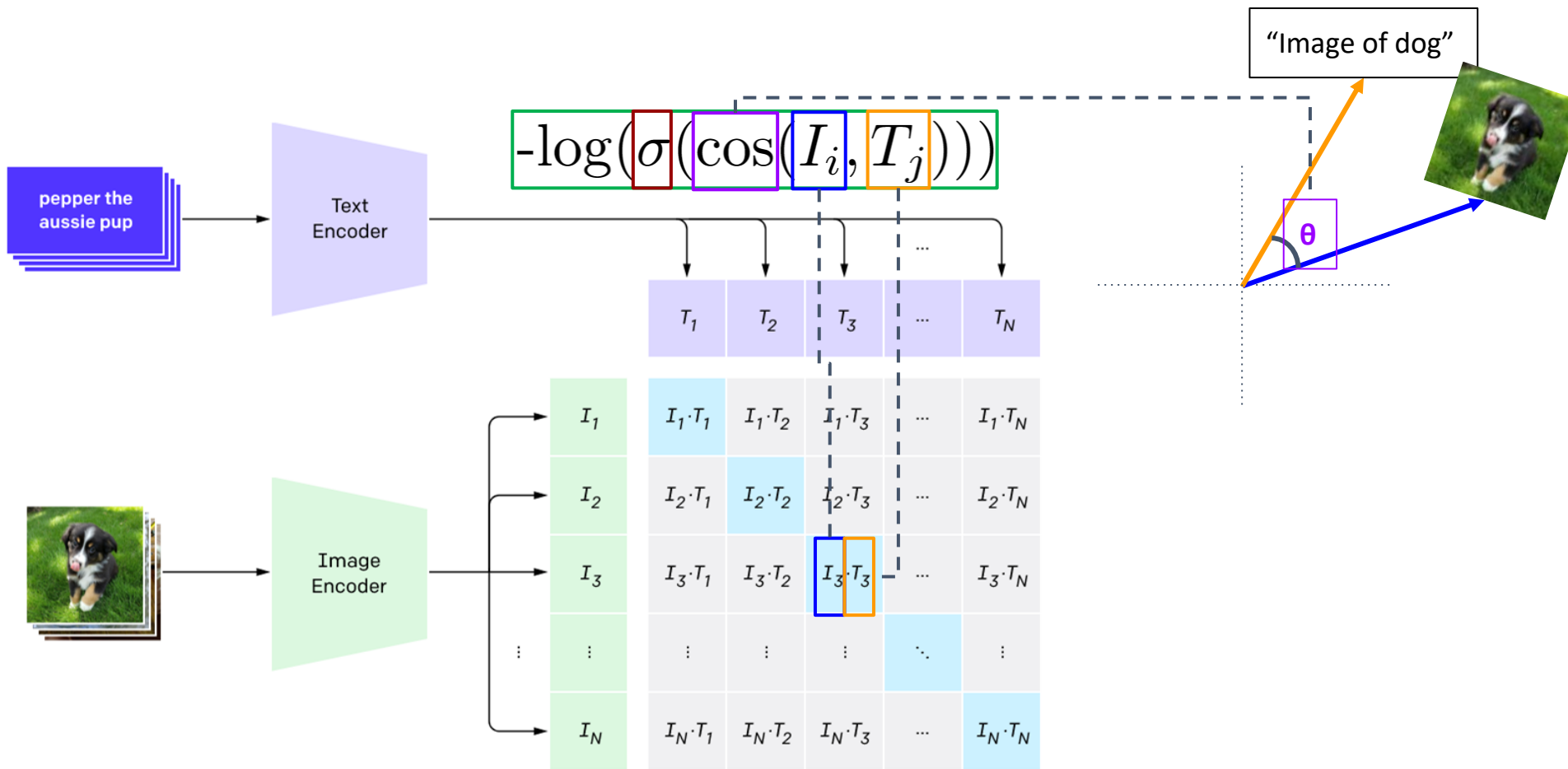
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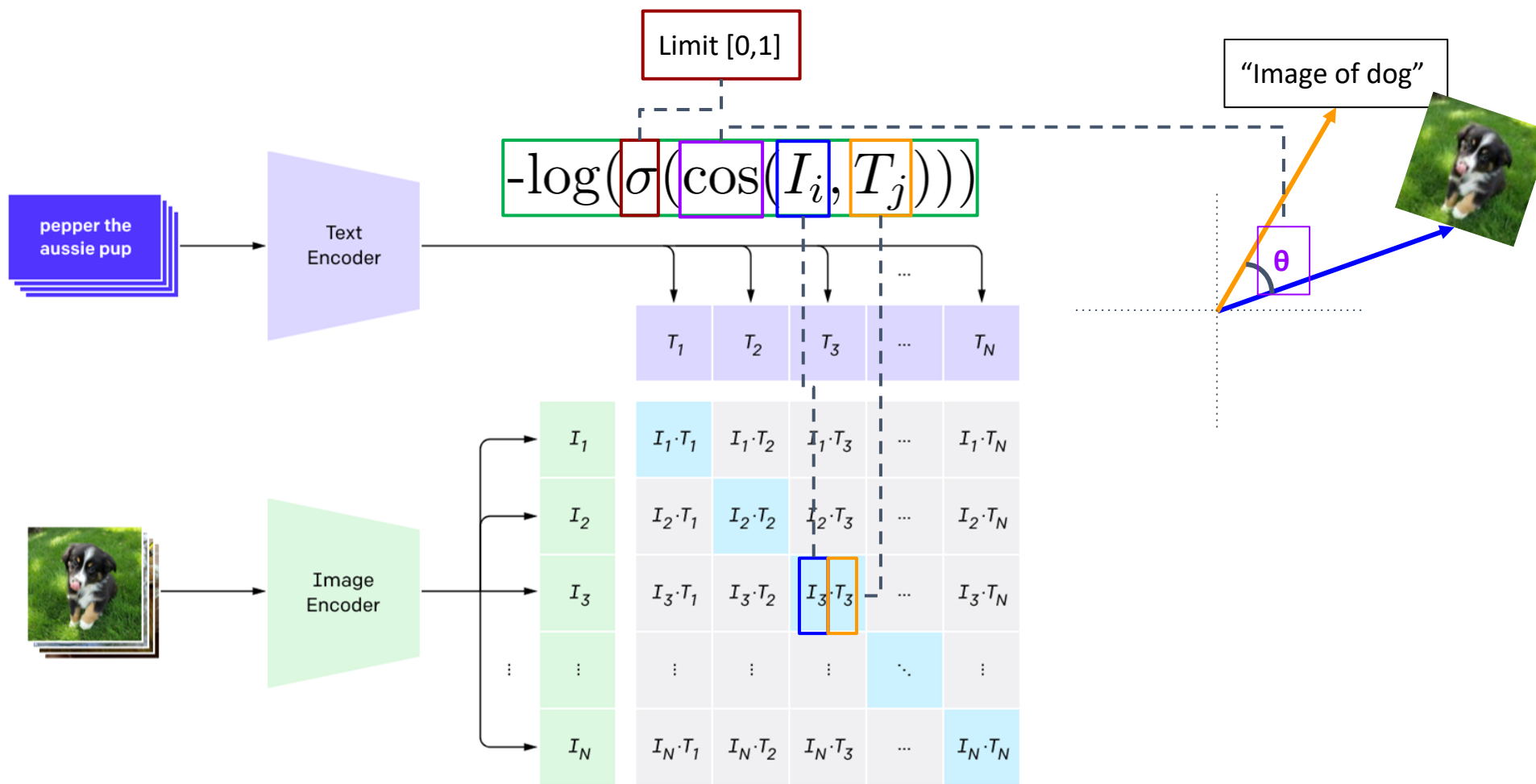
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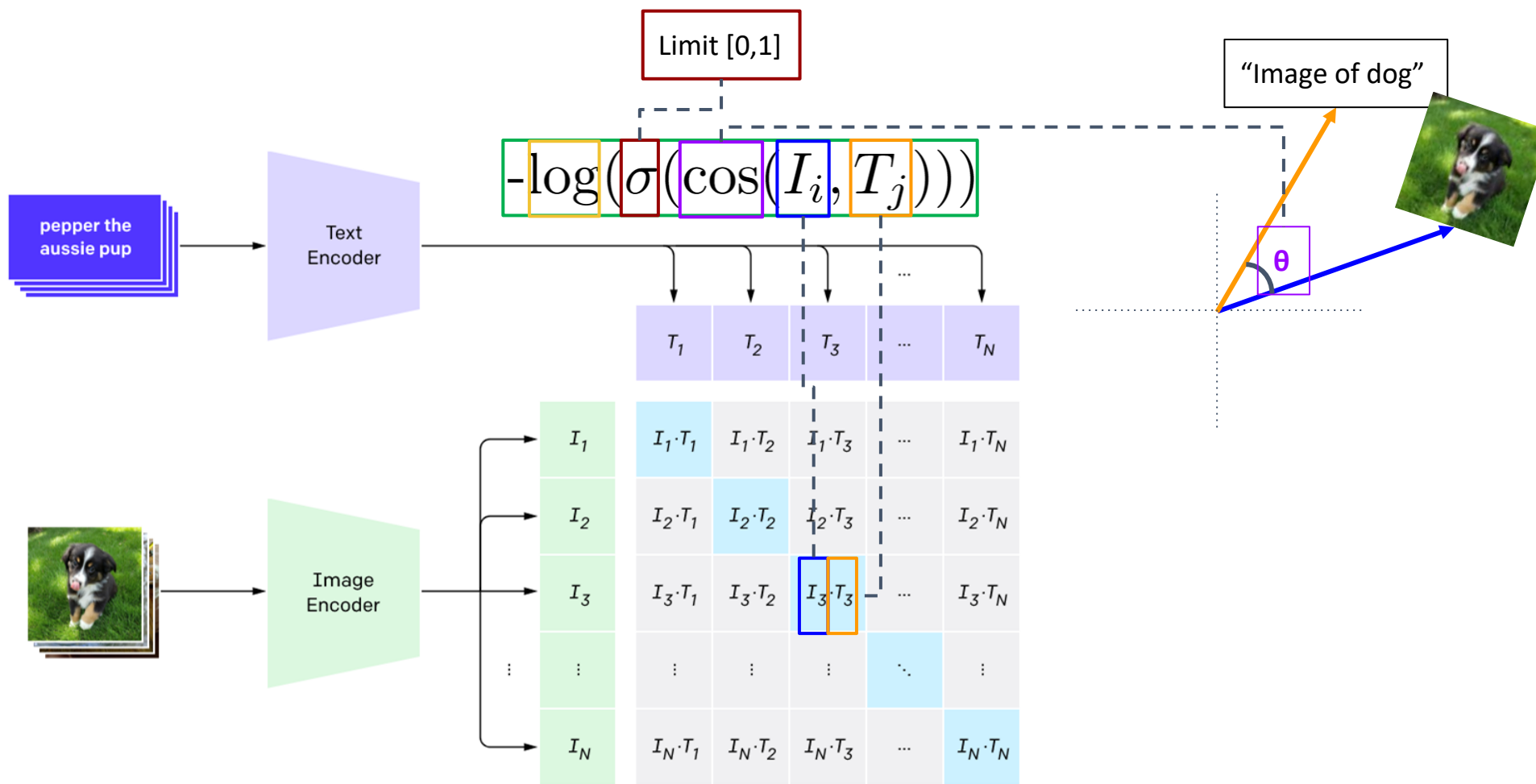
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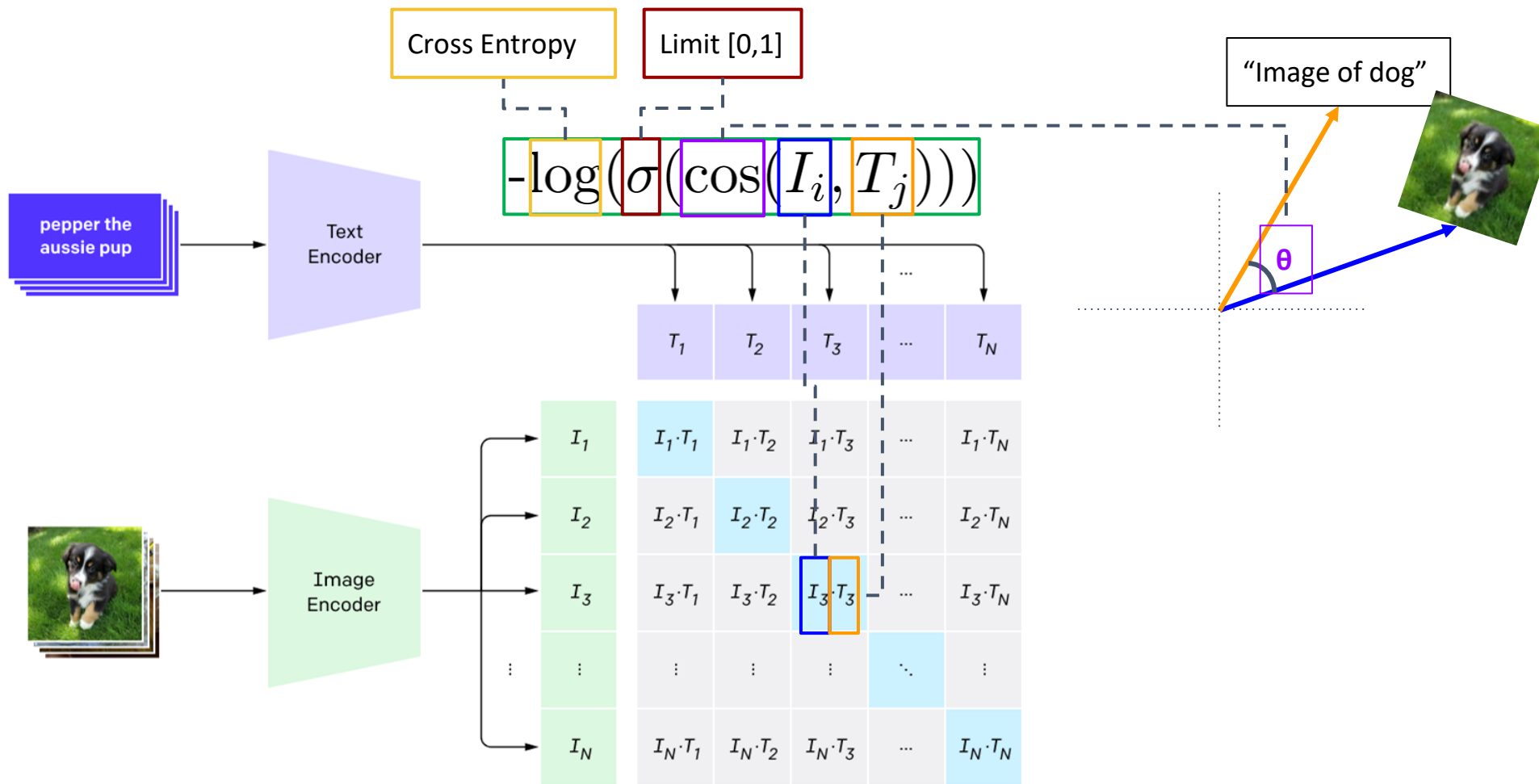
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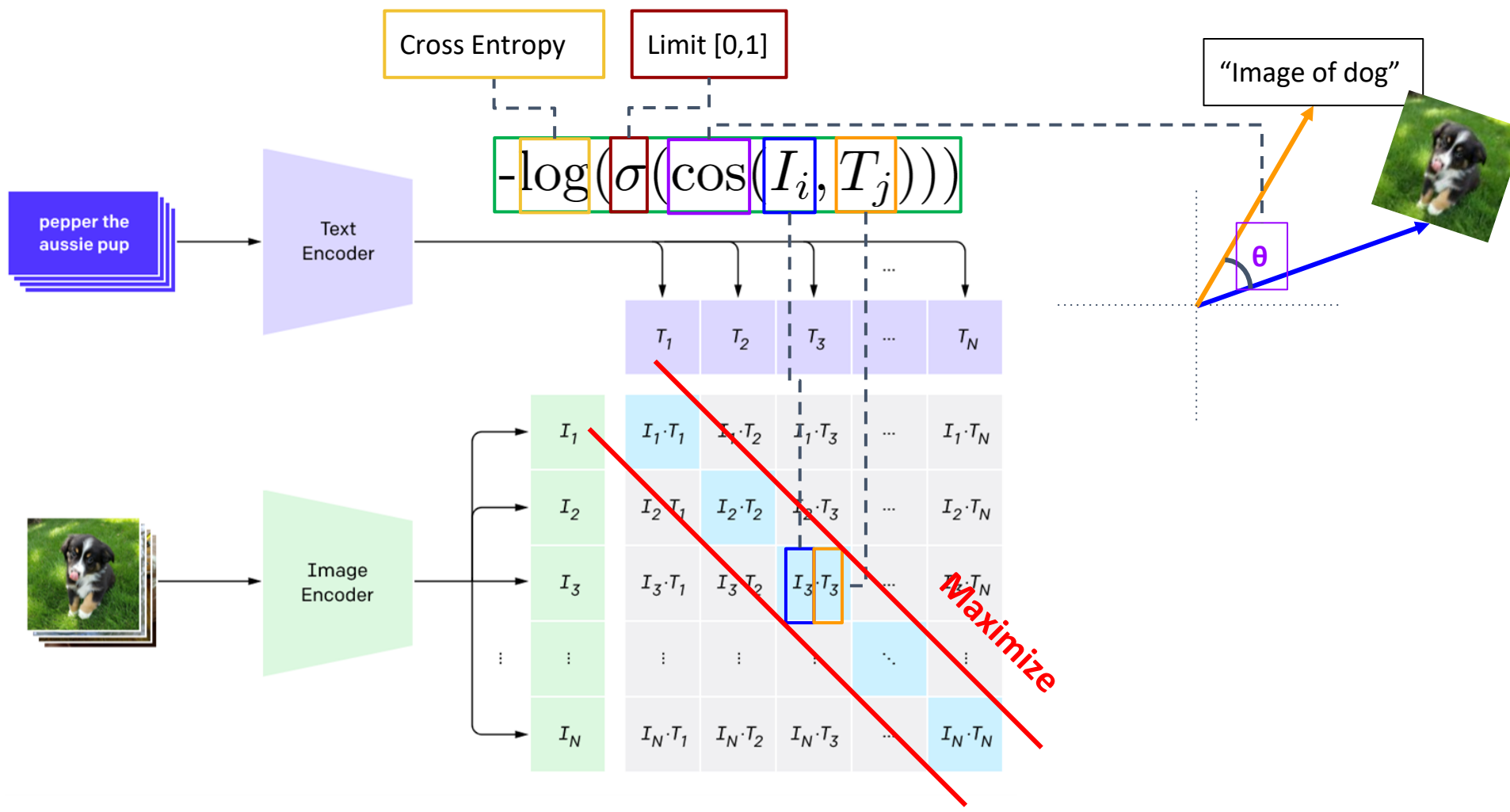
Guidance | CLIP-Based Guidance | Label = “robots meditating in a vipassana retreat”



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First: Train a CLIP model.

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Then in Diffusion:

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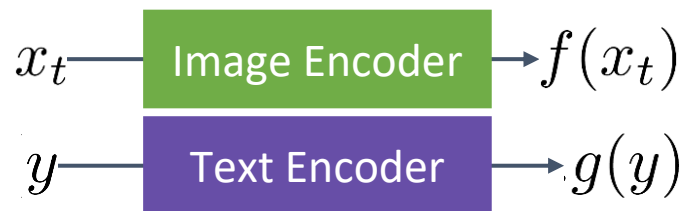
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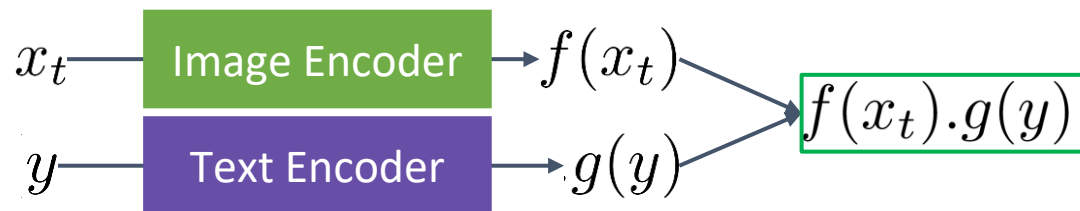
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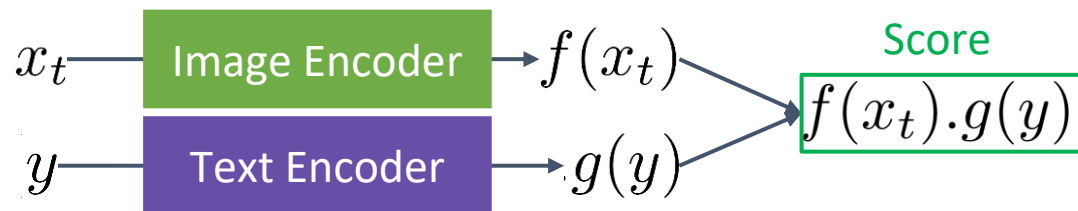
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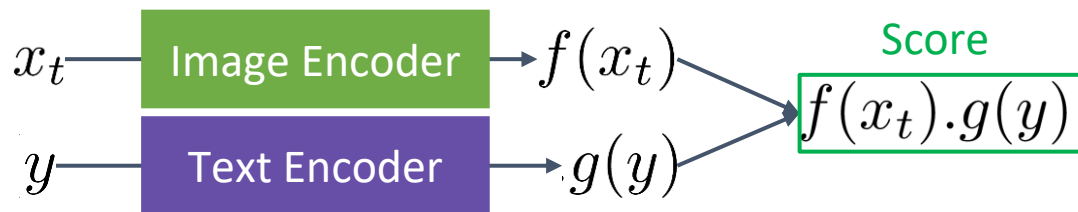
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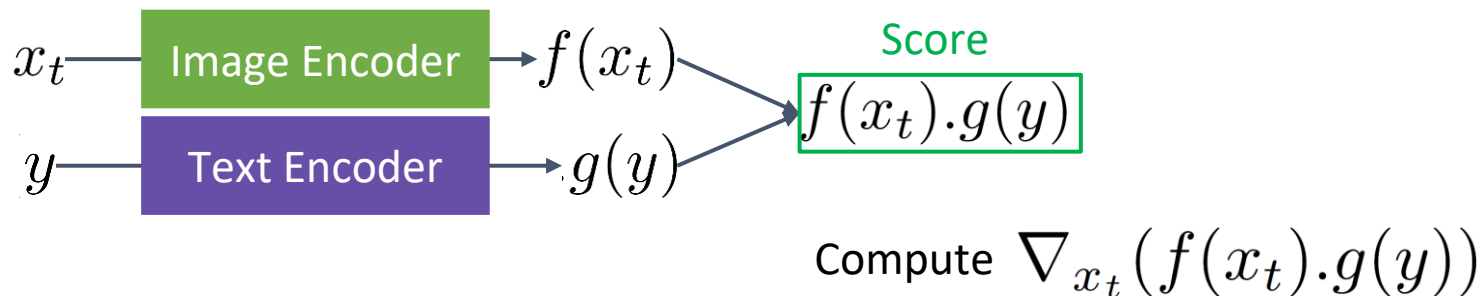


Compute gradient of **score** by x_t .

Guidance | CLIP-Based Guidance | Label = “robots meditating in a vipassana retreat”

First: Train a CLIP model.

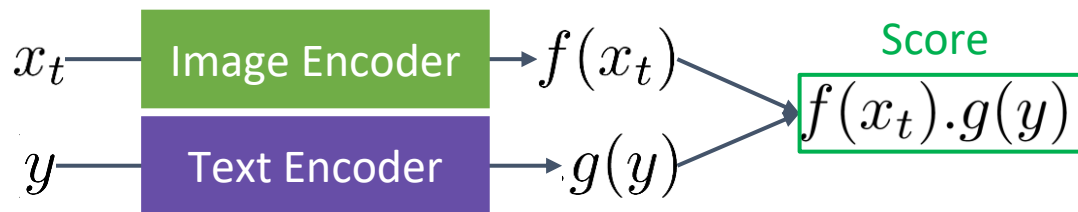
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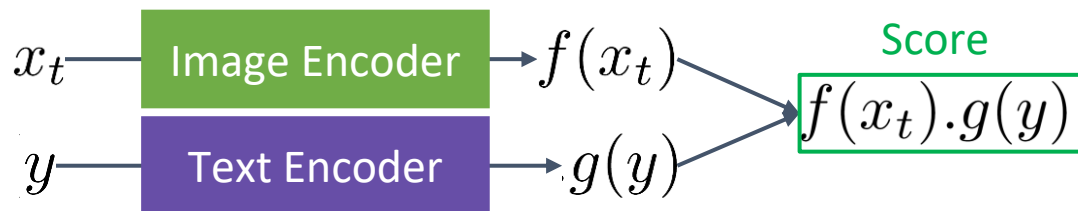
Compute $\nabla_{x_t} (f(x_t) \cdot g(y))$

$$p_{\theta}(x_{t-1}|x_t) = \mathcal{N}(\mu_{\theta}(x_t), \Sigma_{\theta}(x_t))$$

Guidance | CLIP-Based Guidance | Label = “robots meditating in a vipassana retreat”

First: Train a CLIP model.

Then in Diffusion:



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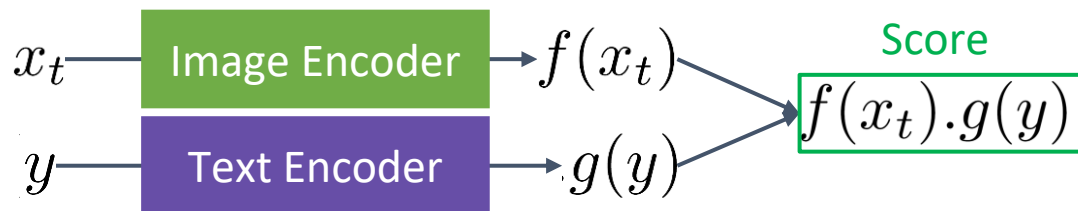
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First: Train a CLIP model.

Then in Diffusion:



Compute $\nabla_{x_t} (f(x_t) \cdot g(y))$

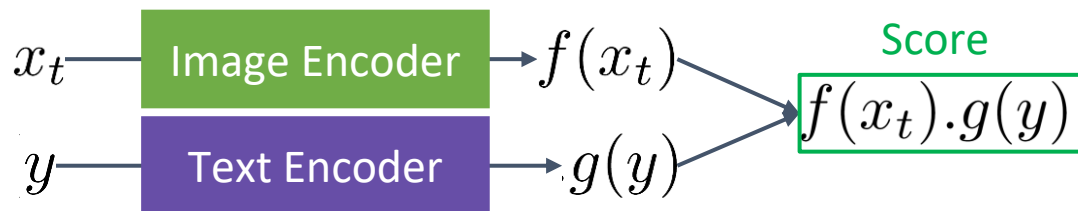
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First: Train a CLIP model.

Then in Diffusion:



Compute $\nabla_{x_t} (f(x_t) \cdot g(y))$

$$p_{\theta}(x_{t-1}|x_t) = \mathcal{N}(\mu_{\theta}(x_t), \Sigma_{\theta}(x_t))$$

Influence

$$\hat{\mu}_{\theta}(x_t|y) = \mu_{\theta}(x_t|y) + s \cdot \Sigma_{\theta}(x_t|y) \nabla_{x_t} (f(x_t) \cdot g(y))$$

But. The results rely on Pre-Trained (often smaller) Models.

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Solution: Classifier-Free Guidance

Guidance |

Guidance | Classifier-Free Guidance | Label = “robots meditating in a vipassana retreat”

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Previously: Train a Guidance Model.

Guidance | Classifier-Free Guidance | Label = “robots meditating in a vipassana retreat”

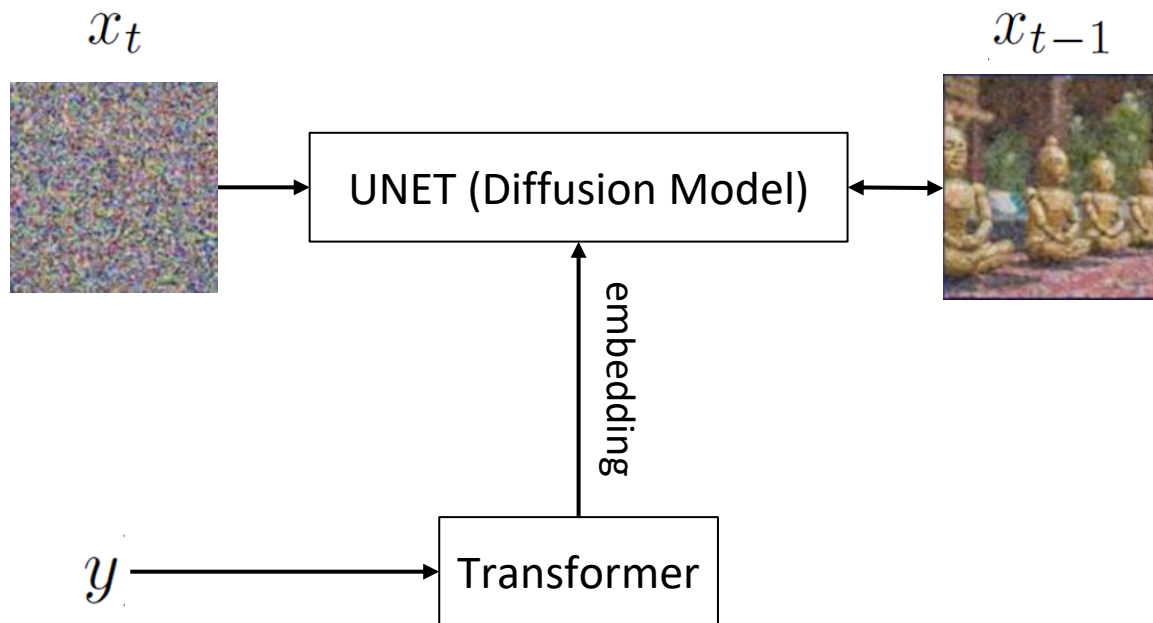
No Separate Guidance Model Needed

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Train a Naïve Text Conditional Model.

Text-Conditioned Diffusion



Convert text to discrete tokens & attend to them in UNET

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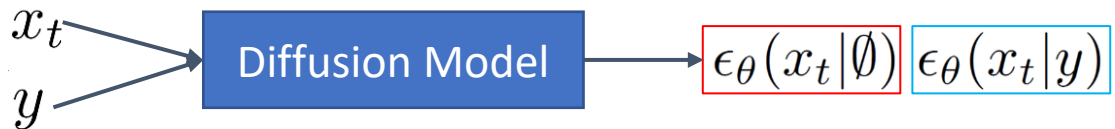
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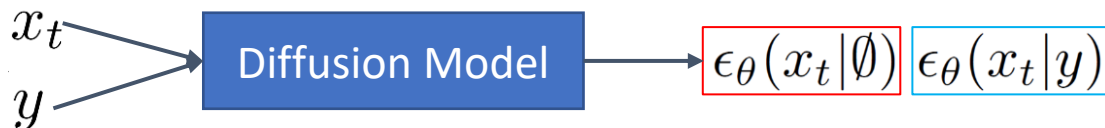
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Move the prediction from $\epsilon_{\theta}(x_t | \emptyset)$ to $\epsilon_{\theta}(x_t | y)$.

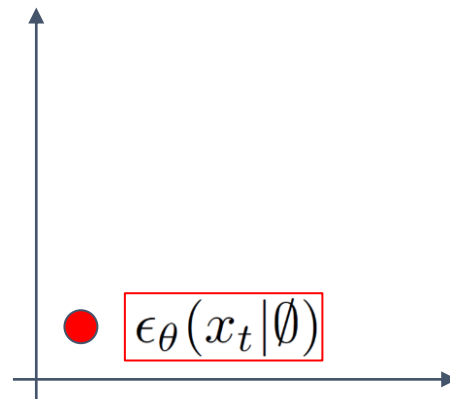
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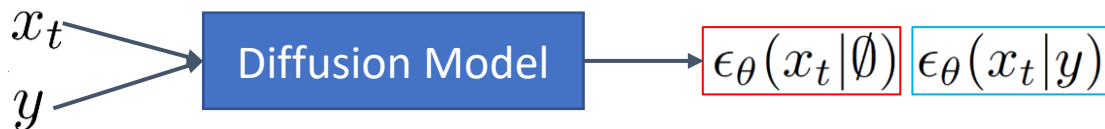
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$$\hat{\epsilon}_{\theta}(x_t|y) = \epsilon_{\theta}(x_t|\emptyset)$$

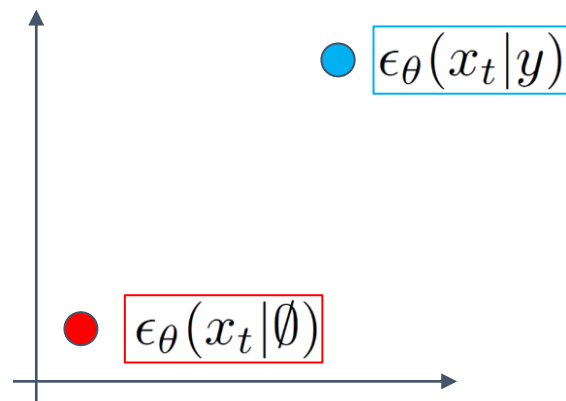
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No Separate Guidance Model Needed

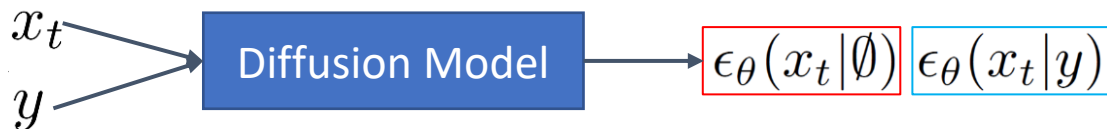
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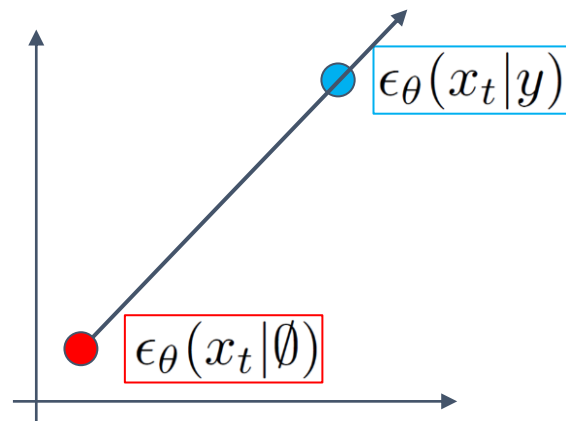
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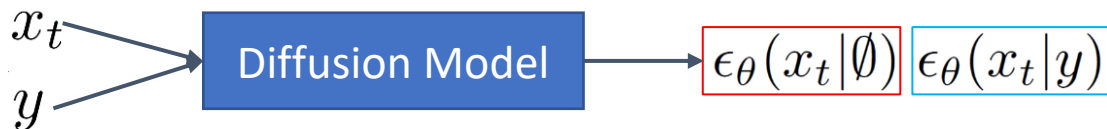
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$$\hat{\epsilon}_{\theta}(x_t|y) = \epsilon_{\theta}(x_t|\emptyset) + (\epsilon_{\theta}(x_t|y) - \epsilon_{\theta}(x_t|\emptyset))$$

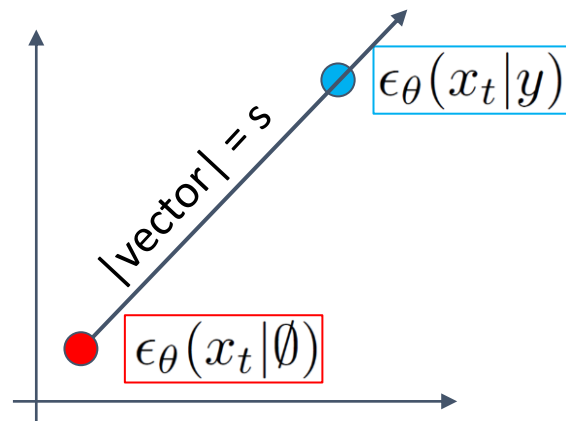
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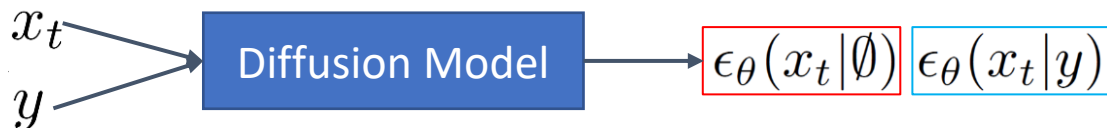
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Use noisy x_t and y to train it.

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$$\hat{\epsilon}_\theta(x_t | y) = \epsilon_\theta(x_t | \emptyset) + s \cdot (\epsilon_\theta(x_t | y) - \epsilon_\theta(x_t | \emptyset))$$

Guidance |

Guidance | Visualizing scale parameter S

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“a stained glass window of a panda eating bamboo”

Guidance | Visualizing scale parameter \mathcal{S}

“a stained glass window of a panda eating bamboo”

$\mathcal{S} = 0$



Guidance | Visualizing scale parameter \mathcal{S}

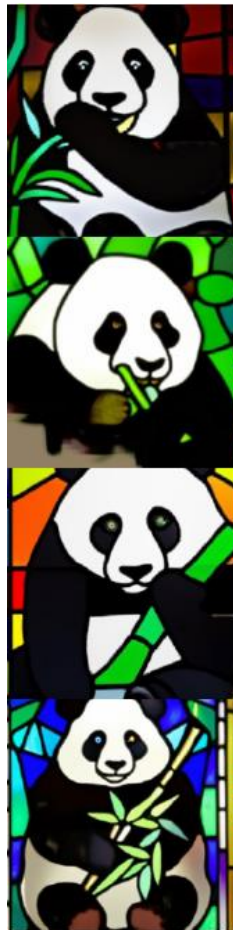
“a stained glass window of a panda eating bamboo”

$\mathcal{S} = 0$



...

$\mathcal{S} = 3$



Inception Score

Inception Score

- Named after the Inception classifier model used
- A way to evaluate samples without humans that still correlates well with human evaluation
- To calculate inception score ...
 - Inception model is ran on the generated images to get ...
 - $p(y|x)$, conditional label distribution (distribution of labels for a given image)
 - $p(y)$, marginal distribution (distribution of labels across all images)
 - Relative entropy is measured between $p(y|x)$ and $p(y)$
- Measures if the images generated are **distinct** and **varied**

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Inception Score (cont.)

Inception Score Function

$$\exp(\mathbb{E}_x \text{KL}(p(y|\mathbf{x}) || p(y)))$$

Where:

- E_x is the expected value
- KL is relative entropy
- $p(y|x)$ and (y) are values gotten from the inception model

Frechet Inception Distance / FID Score

- Drawback to IS: does not compare to real world samples in its calculation
- FID was created to address this drawback
- To calculate the FID score...
 - Runs Inception model on real life images and fake images
 - Then difference in the two resulting gaussians is taken, giving us our FID score

FID Score (cont.)

FID Score Function

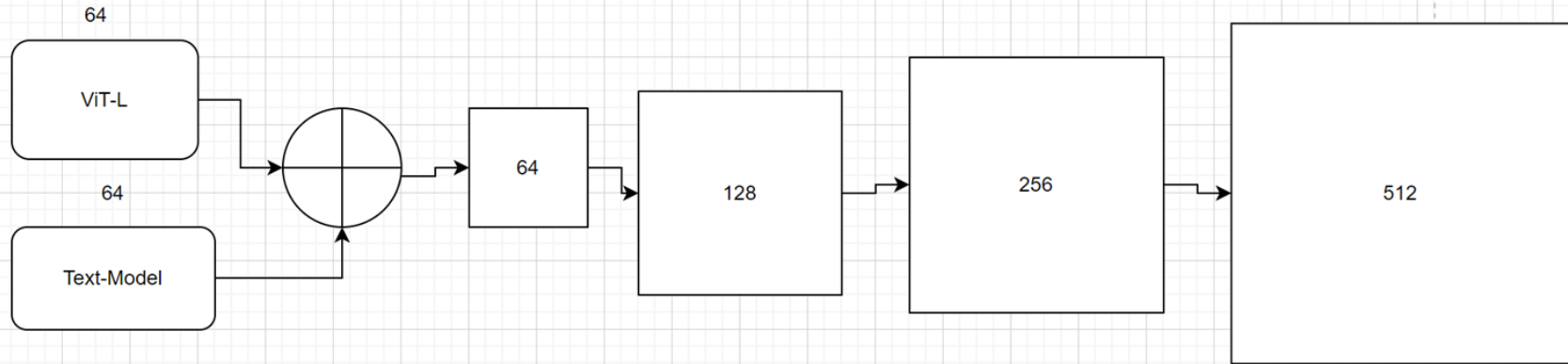
$$d^2((\mathbf{m}, \mathbf{C}), (\mathbf{m}_w, \mathbf{C}_w)) = \|\mathbf{m} - \mathbf{m}_w\|_2^2 + \text{Tr}(\mathbf{C} + \mathbf{C}_w - 2(\mathbf{C}\mathbf{C}_w)^{1/2})$$

Where:

- (\mathbf{m}, \mathbf{C}) is the normal distribution from running Inception on real life images
 - \mathbf{m} and \mathbf{C} representing it's mean and Covariance vectors, respectively
- $(\mathbf{m}_w, \mathbf{C}_w)$ the distribution from Inception on the generated images
- Tr is the trace matrix operation

Setup:

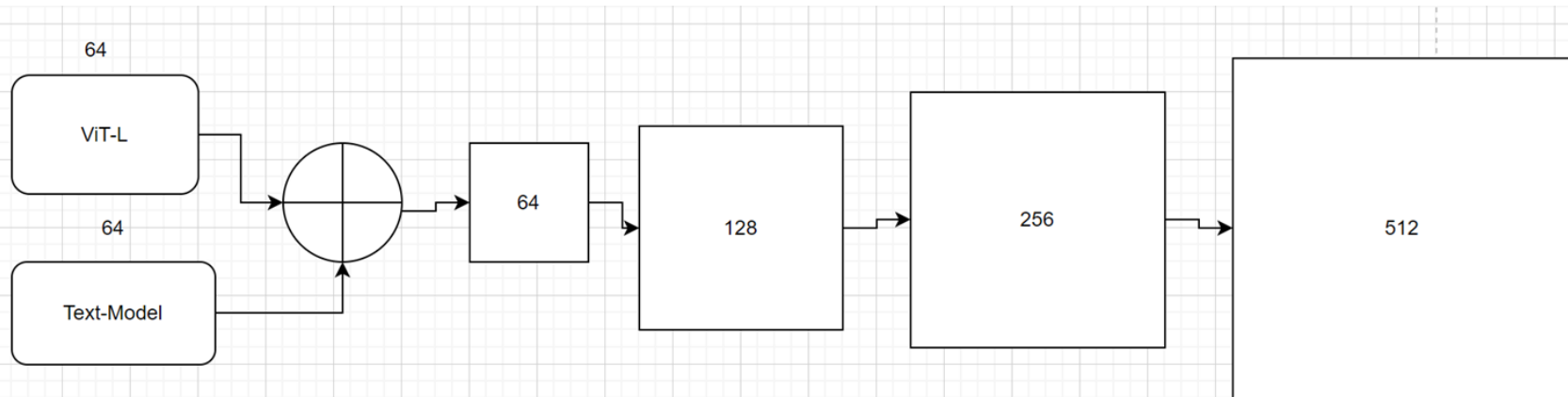
Setup:



Setup:

Dataset: MS COCO images, textual prompts

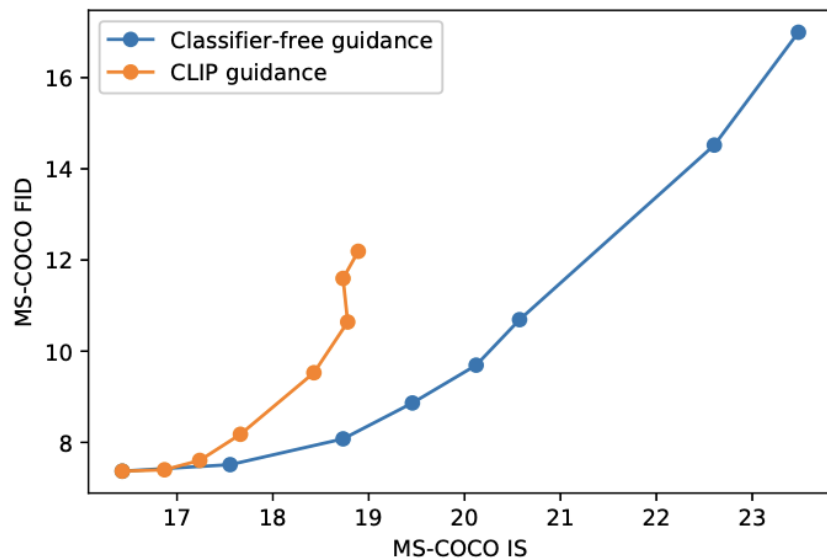
Batch size: ViTL/Text model, 2048. Upsampling block: $2048/4 = 512$



Evaluation: FID vs Inception score

Zero-Shot FID is calculated from samples observed from classes which were not observed during training

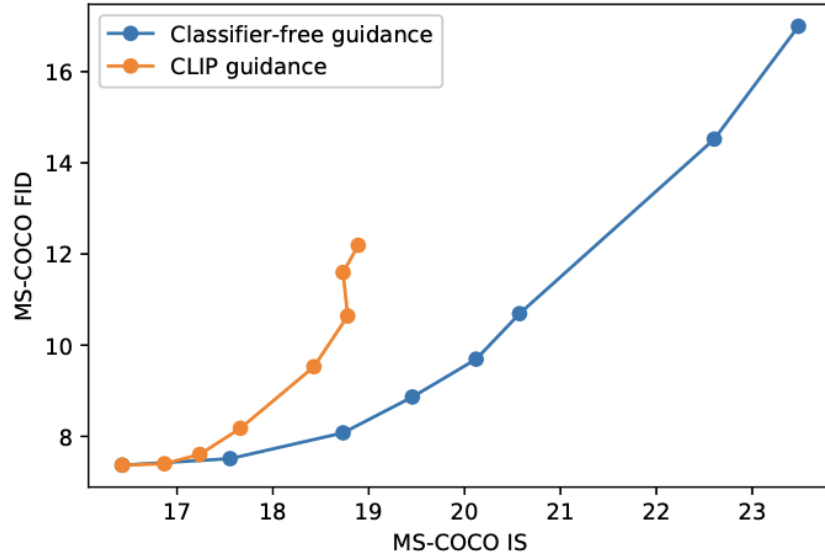
Evaluation: FID vs Inception score



(b) IS/FID

Zero-Shot FID is calculated from samples observed from classes which were not observed during training

Evaluation: FID vs Inception score

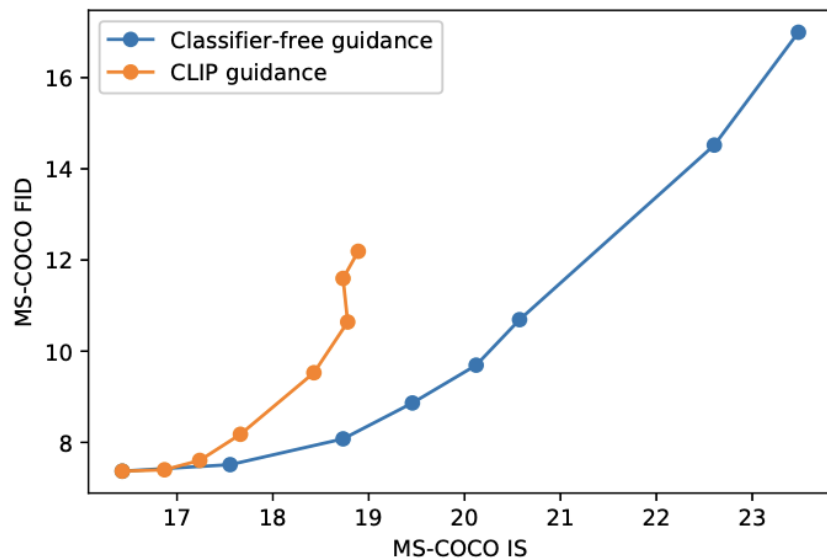


(b) IS/FID

- **Best method: FID: low, IS: High**

Zero-Shot FID is calculated from samples observed from classes which were not observed during training

Evaluation: FID vs Inception score



(b) IS/FID

- **Best method: FID: low, IS: High**

Model	FID	Zero-shot FID
AttnGAN (Xu et al., 2017)	35.49	
DM-GAN (Zhu et al., 2019)	32.64	
DF-GAN (Tao et al., 2020)	21.42	
DM-GAN + CL (Ye et al., 2021)	20.79	
XMC-GAN (Zhang et al., 2021)	9.33	
LAFITE (Zhou et al., 2021)	8.12	
DALL-E (Ramesh et al., 2021)		~ 28
LAFITE (Zhou et al., 2021)		26.94
GLIDE		12.24
GLIDE (Validation filtered)		12.89

Zero-Shot FID is calculated from samples observed from classes which were not observed during training

ELO SCORES.

$$L_{\text{elo}} := - \sum_{i,j} A_{ij} \cdot \log \left(\frac{1}{1 + 10^{(\sigma_i - \sigma_j)/400}} \right)$$

ELO SCORES.

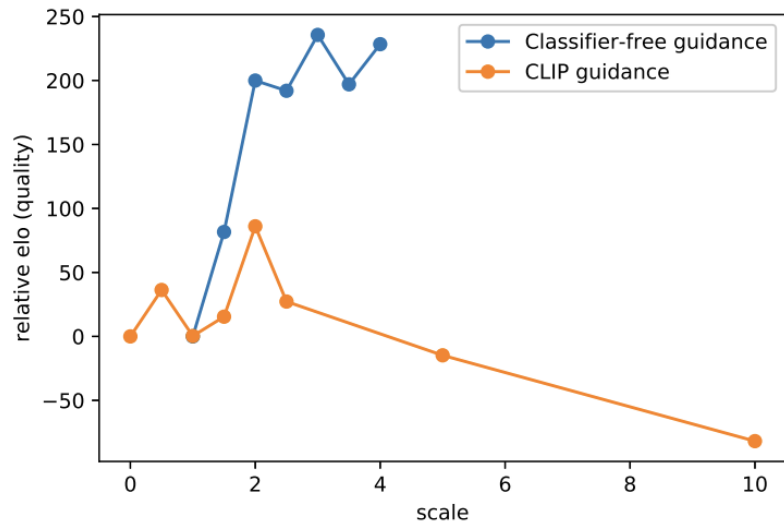
Elo scores are computed by minimizing the objective:

$$L_{\text{elo}} := - \sum_{i,j} A_{ij} \cdot \log \left(\frac{1}{1 + 10^{(\sigma_i - \sigma_j)/400}} \right)$$

Elo scores vs guidance scale.

Elo Score is a metric that measures the relative performance in zero shot learning

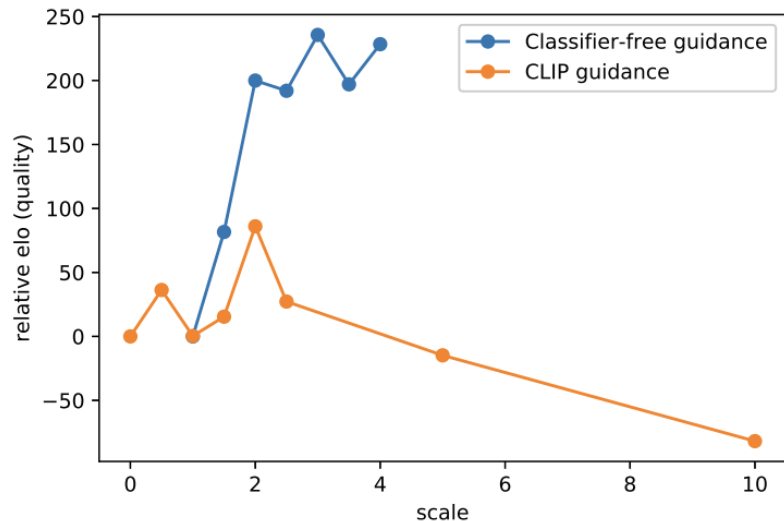
Elo scores vs guidance scale.



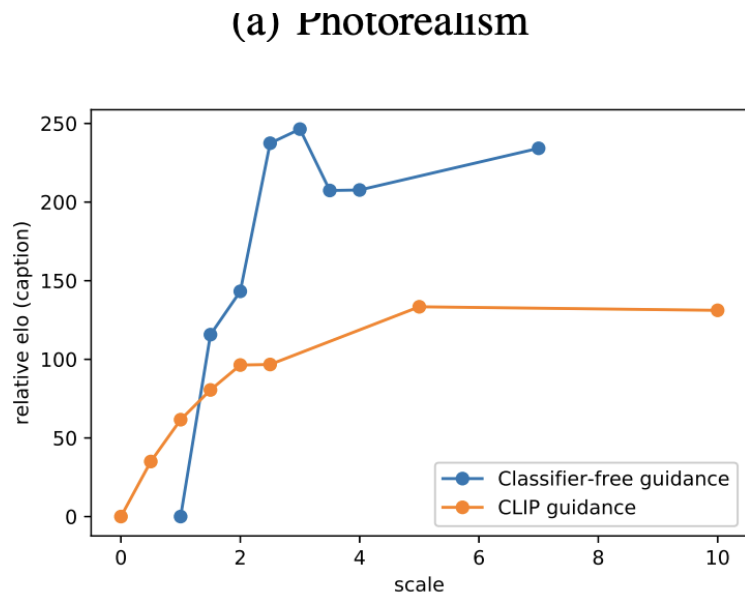
(a) Photorealism

Elo Score is a metric that measures the relative performance in zero shot learning

Elo scores vs guidance scale.



(a) Photorealism



(b) Caption Similarity

Elo Score is a metric that measures the relative performance in zero shot learning

Elo scores vs guidance scale.

Elo scores vs guidance scale.

Guidance	Photorealism	Caption
Unguided	-88.6	-106.2
CLIP guidance	-73.2	29.3
Classifier-free guidance	82.7	110.9

Table 3. Human evaluation results comparing GLIDE to DALL-E. We report win probabilities of our model for both photorealism and caption similarity. In the final row, we apply the dVAE used by DALL-E to the outputs of GLIDE.

	DALL-E Temp.	Photo- realism	Caption Similarity
No reranking	1.0	91%	83%
	0.85	84%	80%
DALL-E reranked	1.0	89%	71%
	0.85	87%	69%
DALL-E reranked + GLIDE blurred	1.0	72%	63%
	0.85	66%	61%

Image Inpainting

Image Inpainting



a painting of a dog
on the wall

Image Inpainting



a painting of a dog
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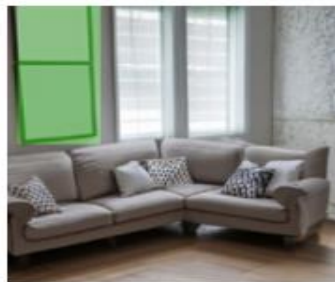


a painting of a dog
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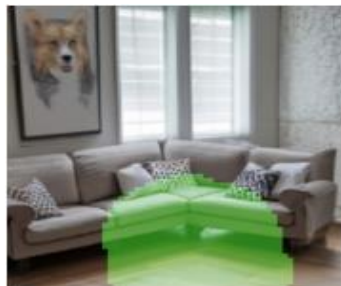


“a round coffee table
in front of a couch”

Image Inpainting



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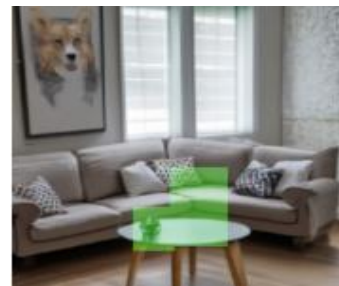


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- Input: Image + Mask + Guiding Text
- Output: New Image
- Process repeated at each time step, by progressively adding new elements to the scene.

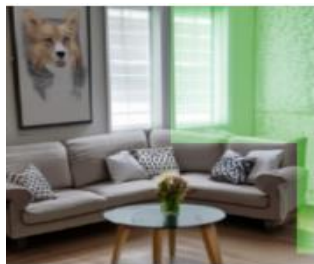
Earlier: Song et Al , 2020

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“a couch in the
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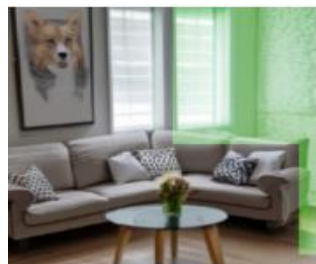


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Gaussian Noise

Earlier: Song et Al , 2020



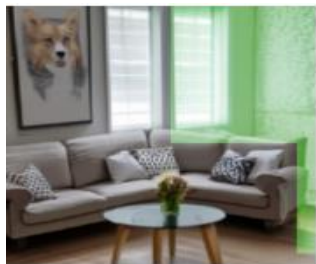
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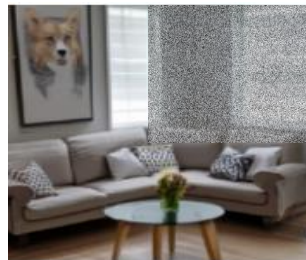
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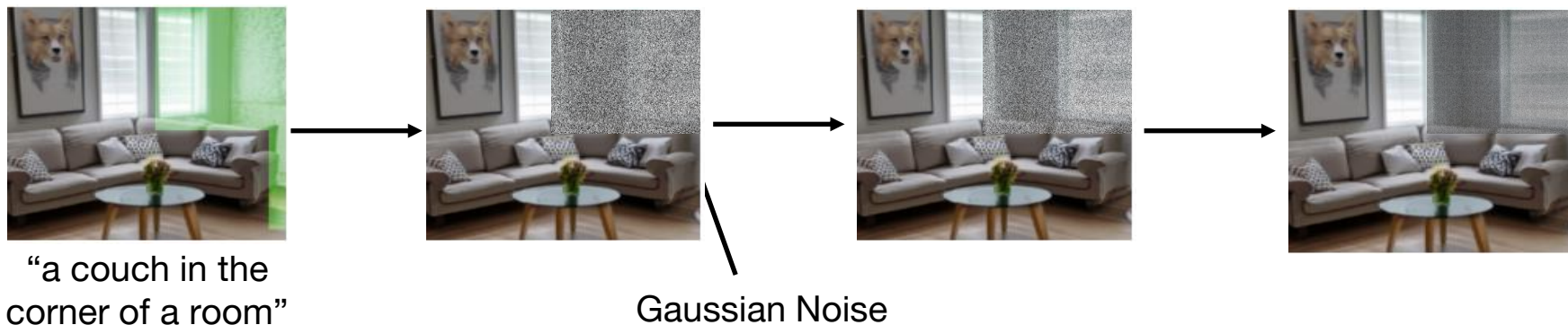
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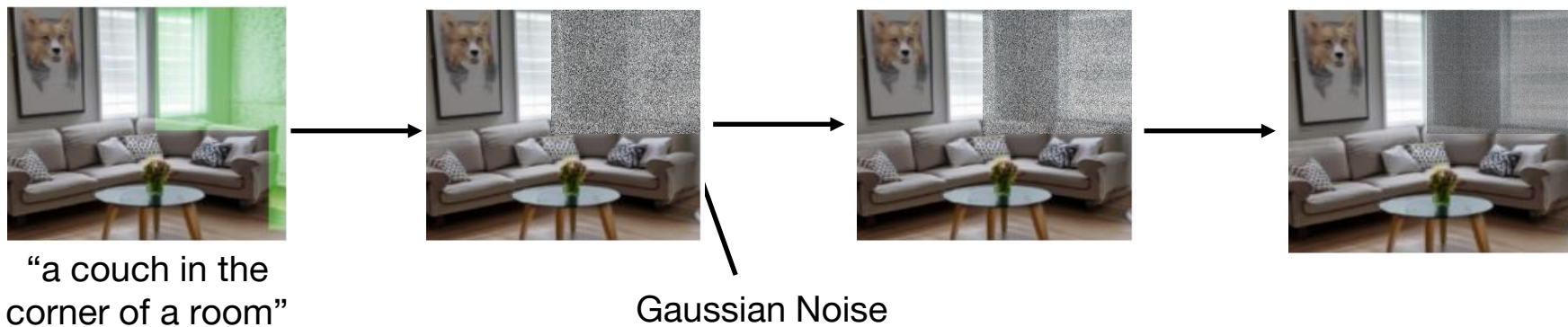


Earlier: Song et Al , 2020



- Adding gaussian noise at mask regions.
- Leads to checkerboard artifacts.
- Network never looks at surrounding context during training

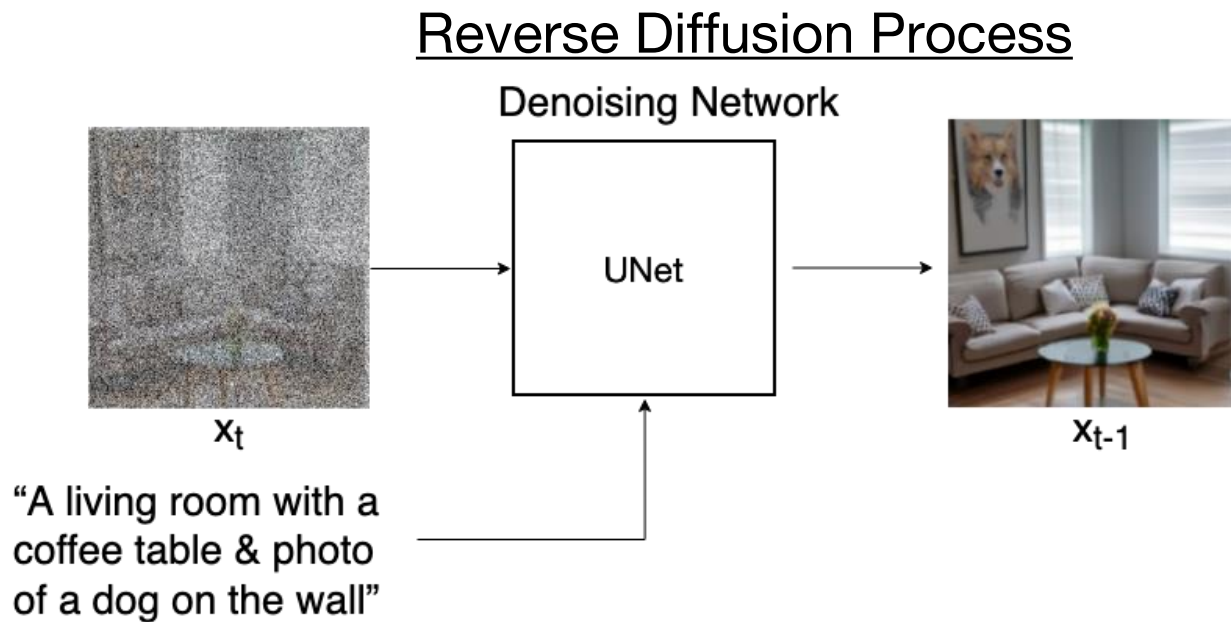
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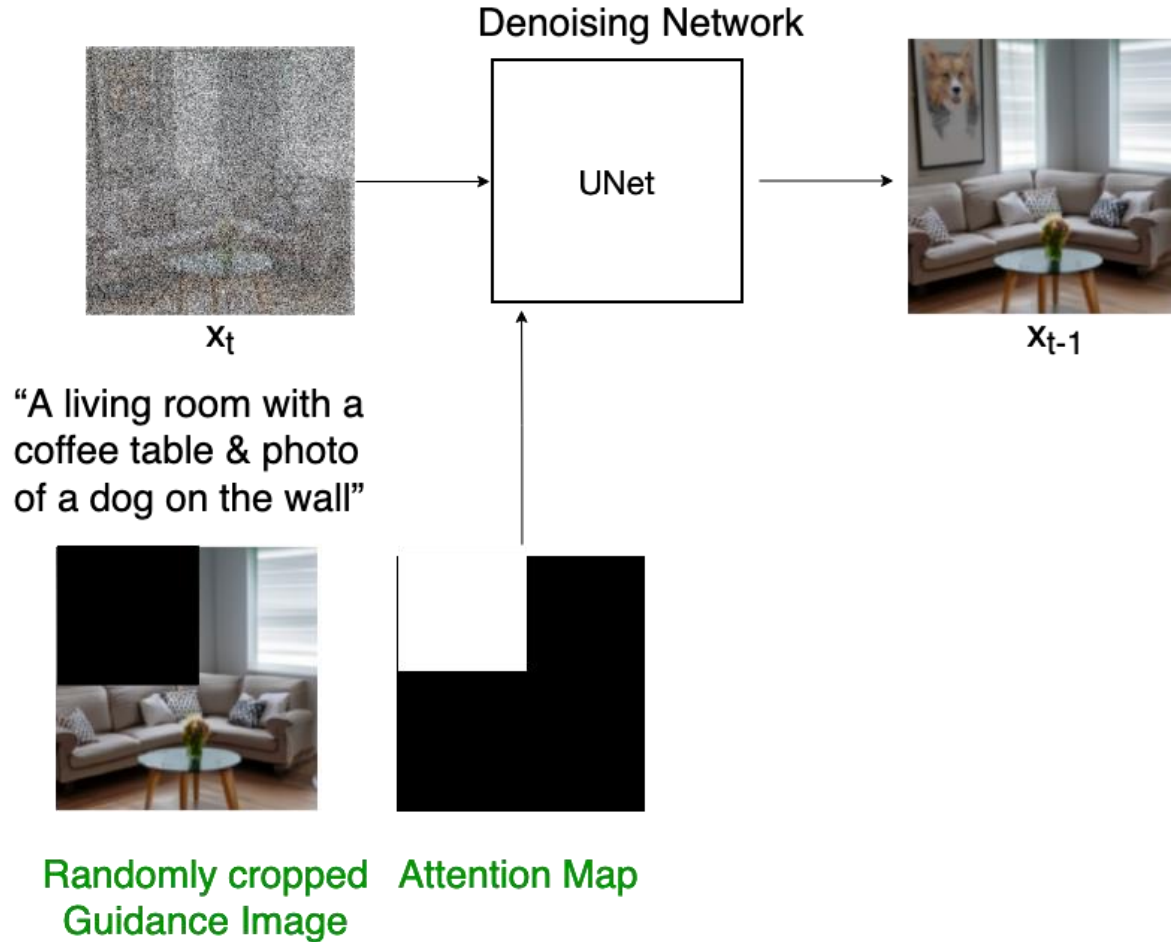
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Text guided Image Generation

Naive GLIDE model:

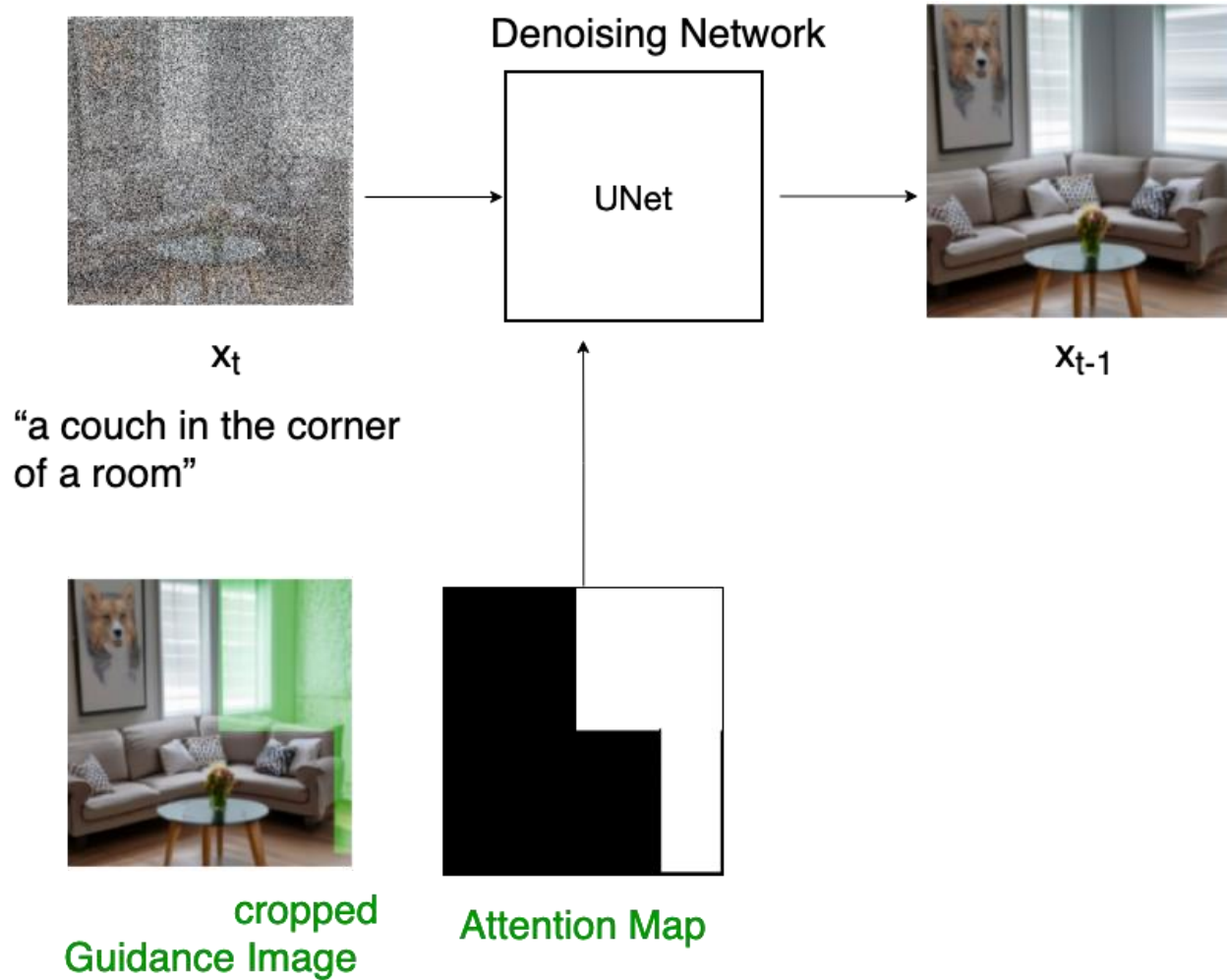


Training: Image Inpainting



- Force the network to learn global context.

Inference: Image Inpainting



Conclusion & Future Work:

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- Classifier Free is better than CLIP guidance.
 - Interestingly, even though CLIP trained on <Image, text pairs>.
- Controlling scale adjust tradeoff b/w photorealism and diversity
 - Better than Gans: only photorealism, no diversity.
- Diffusion is iterative:
 - Scene editing requires careful prompts at regular intervals of generation.
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References

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- Salimans, T., Goodfellow, I., Zaremba, W., Cheung, V., Radford, A., and Chen, X. Improved techniques for training gans. arXiv:1606.03498, 2016.