

04-27-1999

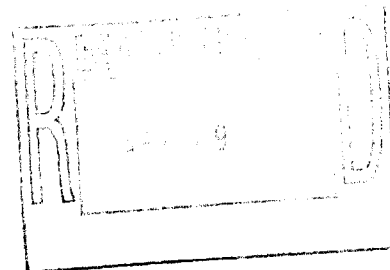


TRADEMARK
Docket No. 3662-4001

IN THE UNITED STATES OF AMERICA
101020997
TRADEMARK RECORDATION COVER SHEET

OFFICE

HON. COMMISSIONER OF PATENTS AND TRADEMARKS
BOX ASSIGNMENTS
Washington, D.C. 20231



Sir:

Please record the attached original documents or copies thereof.

1. Submission Type:

- New
- Resubmission (Non-Recordation) - Document ID# _____
- Correction of PTO Error: Reel # _____ Frame # _____
- Corrective Document: Reel # _____ Frame # _____

2. Name Of Conveying Party(ies):

Name: Gilman & Ciocia, Inc.

Formerly _____

Execution Date (Month/Day/Year): March 1, 1999

- Individual(s)
- General Partnership
- Corporation
- Association
- Limited Partnership
- Other _____

Citizenship/State of Incorporation New York

Additional name(s) conveying party(ies) attached? Yes No

3. Name and address of receiving party(ies):

Name: State Bank of Long Island

DBA/AKA/TA: _____

Address: 699 Hillside Avenue

City New Hyde Park State NY ZIP 11040

- Individual(s)
- Association
- General Partnership
- Limited Partnership
- Corporation-Banking Corporation
- Other _____

Citizenship/State of Incorporation: New York

461672_1

04/27/1999 DNGUYEN 00000058/134500 188820
01 FC:481 40.00 CH

TRADEMARK
REEL: 1888 FRAME: 0423

MED
4-19-99

If assignee is not domiciled in the U.S., a domestic representative designation is attached: Yes No
(Designation must be a separate document from Assignment).

Additional name(s) & address(es) attached? Yes No

4. Conveyance Type:

- | | |
|--|---|
| <input type="checkbox"/> Assignment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> Security Agreement | <input type="checkbox"/> Change of Name |
| <input type="checkbox"/> License | <input type="checkbox"/> Nunc Pro Tunc Assignment |
| <input type="checkbox"/> Other | |

Effective Date: October 18, 1993 _____ (if nunc pro tunc assignment)

5. Application Number(s) or Registration Number(s):

Trademark Application No.(s) _____

Trademark registration No.(s) 1,880,820 _____

Additional numbers attached? Yes No

6. Name and address of party to whom correspondence concerning document should be mailed:

Name: Scott Greenberg, Esq. c/o Morgan & Finnegan

Internal Address: _____

Street Address: 345 Park Avenue

City New York State NY ZIP 10154 _____

Area Code and Telephone Number (212) 415-8543

7. Total number of applications and registrations involved: 1

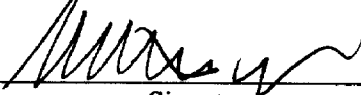
8. Total fee (37 CFR 3.41):.....\$ 40.00

- Enclosed
- Authorized to be charged to deposit account

9. Deposit Account Number: 13-4500. Authorization to charge additional fees to deposit account: Yes No

10. Statement and Signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. Charges to deposit account are authorized, as indicated herein

Scott Greenberg  4/15/99
Name of Person Signing Signature Date

Total amount of pages in cover sheet: 3

FORM: REC-TM.NY
Rev. 10/04/94

SECURITY INTEREST

WHEREAS, Gilman & Ciocia, Inc., a New York corporation with a place of business at 475 Northern Boulevard, Great Neck, New York 11021 ("Debtor"), has adopted, used, is using and is the owner of the servicemark GILMAN + CIOCIA, which is registered in the United States Patent and Trademark Office, Reg No. 1,880,820, dated February 28, 1995, which is a "general intangible" within the meaning of Article 9 of the New York Uniform Commercial Code; and

WHEREAS, Gilman & Ciocia, Inc. has entered into a separate "General Loan and Security Agreement" dated October 18, 1993 with State Bank of Long Island, a New York Banking Corporation with a place of business at 699 Hillside Avenue, New Hyde Park, New York 11040 ("Lender"), whereby the Debtor granted a first priority security interest to State Bank of Long Island in and to all of its general intangibles, including after-acquired general intangibles; and

WHEREAS, the Debtor and the Lender wish to confirm the Lender's security interest in the aforesaid servicemark, servicemark registration and the goodwill of the business symbolized by that servicemark; and

WHEREAS, the Debtor and the Lender have confirmed the Lender's security interest in the aforesaid servicemark and servicemark registration including the goodwill symbolized by that servicemark in a separate "Servicemark Security Agreement" dated March 1, 1999.

NOW, THEREFORE, for good and valuable consideration, receipt of which is hereby acknowledged, Gilman & Ciocia, Inc., does hereby confirm and acknowledge that it has granted to State Bank of Long Island a first priority security interest in and to the rights to the aforesaid servicemark and servicemark registration including the goodwill symbolized by that servicemark in accordance with the terms of the aforesaid General Loan and Security Agreement and Servicemark Security Agreement.

Dated: March 1, 1999

GILMAN & CIOCIA, INC.

BY: *Kathryn Travis*

Name: KATHRYN TRAVIS

Title: VICE President

STATE OF NEW YORK)
COUNTY OF Nassau)

On this 1st day of March, 1999, before me appeared *Kathryn Travis*, the person who signed this instrument, who acknowledged that he signed it as a free act on behalf of the identified corporation with authority to do so.

Linda M. Nevard
(Notary Public)

LINDA M. NEVARD
NOTARY PUBLIC, State of New York

0146 4861723

Qualified in Substantive
Cert. Filed in New York
Comm. Expires 2000

W12\PDS\SBLI\SecInter.AGR