

Form PTO-1594 (Rev. 10/02) OMB No. 0651-0027 (exp. 6/30/2005) Tab settings ⇌ ⇌ ⇌ ▼ ▼ ▼ ▼ ▼ ▼

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies): Moorgate, Inc. (f.k.a. Gaylord Bros., Inc.)
[] Individual(s) [] Association
[] General Partnership [] Limited Partnership
[X] Corporation-State
[] Other
Additional name(s) of conveying party(ies) attached? [] Yes [X] No

2. Name and address of receiving party(ies)
Name: GIS Information Systems, Inc.
Internal Address:
Street Address: 7272 Morgan Road
City: Liverpool State: NY Zip: 13088
[] Individual(s) citizenship
[] Association
[] General Partnership
[] Limited Partnership
[X] Corporation-State New York
[] Other
If assignee is not domiciled in the United States, a domestic representative designation is attached: [] Yes [X] No
(Designations must be a separate document from assignment)
Additional name(s) & address(es) attached? [] Yes [X] No

3. Nature of conveyance:
[] Assignment [] Merger
[] Security Agreement [] Change of Name
[X] Other 1643685 previously recorded on
Execution Date: 05/28/2003 Reel/Frame 002659/0124

4. Application number(s) or registration number(s):
A. Trademark Application No.(s)
B. Trademark Registration No.(s) 1,634,685
Additional number(s) attached [] Yes [X] No

6. Total number of applications and registrations involved: 1

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Philip I. Frankel
Internal Address: Bond, Schoeneck & King, PLLC
Street Address: One Lincoln Center
City: Syracuse State: NY Zip: 13202

7. Total fee (37 CFR 3.41).....\$ 40.00
[] Enclosed
[X] Authorized to be charged to deposit account
8. Deposit account number: 50-1546

DO NOT USE THIS SPACE

9. Signature. Philip I. Frankel Signature Date 2/11/03
Name of Person Signing
Total number of pages including cover sheet, attachments, and document: 11

All documents to be recorded with required cover sheet information to: Commissioner of Patent & Trademarks, Box Assignments Washington, D.C. 20231

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Form PTO-159a (Rev. 10/02) Case No. 0661-0027 (exp. 03/31/2005) Tab settings

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
Morgate, Inc. (f.k.a. Gaylord Bros., Inc.)

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

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

2. Name and address of receiving party(ies)
Name: GIS Information Systems, Inc.
Internal Address:
Street Address: 7272 Morgan Road
City: Liverpool State: NY Zip: 13088

Individual(s) citizenship
 Association
 General Partnership
 Limited Partnership
 Corporation-State: New York
 Other

If applicant is not domiciled in the United States, a domicile representative designation is attached: Yes No (Designation must be a separate document from assignment) (Indicate name(s) & address(es) of assignor(s)) Yes No

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other

Execution Date: 05/27/2003

4. Application number(s) or registration number(s):
 A. Trademark Application No.(s): 78/127,590; 78/244,525
 B. Trademark Registration No.(s): 1,643,685; 1,547,157; 2,210,485

Additional number(s) attached: Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
 Name: Phillip I. Frankel
 Internal Address: Bond, Schoeneck & King, PLLC
 Street Address: One Lincoln Center
 City: Syracuse State: NY Zip: 13202

6. Total number of applications and registrations involved: 5

7. Total fee (\$7 CFR 3.41) \$ 140.00
 Enclosed
 Authorized to be charged to deposit account

8. Deposit account number: 50-1548

DO NOT USE THIS SPACE

9. Signature:
 Phillip I. Frankel
 Name of Person Signing

Phillip I. Frankel
 Signature

05/28/2003
 Date

Total number of pages including cover sheet, attachments, and documents: 3

Mail documents to be recorded with required cover sheet information to:
 Commissioner of Patents & Trademarks, Box Assignments
 Washington, D.C. 20531

TRADEMARK ASSIGNMENT

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Moorgate, Inc., (formerly known as Gaylord Bros., Inc.), a New York corporation, having an address at 767 Fifth Avenue, New York, New York 10153 ("ASSIGNOR"), is the owner of the full right, title and interest in and to the trademark registrations listed in Exhibit "A" and the goodwill thereto pertaining, hereby sells, assigns and transfers to GIS Information Systems, Inc., a New York corporation, having an address at 7272 Morgan Road, Liverpool, New York 13088 ("ASSIGNEE"), its successors and assigns all of ASSIGNOR'S right, title, interest and goodwill in and to the trademark registrations and applications and common law marks and including the right to recover for past infringements thereof, listed in Exhibit "A", together with all associated goodwill, hereto and made a part hereof (the "Trademark Rights") to be held by and for the exclusive use and benefit of ASSIGNEE, its successors, assigns and legal representatives, to the full end of the term for which the trademarks may be granted as fully and entirely as the same would have been held by ASSIGNOR had this assignment and sale not been made.

The Trademark Rights assigned hereby include without limitation all foreign trademarks and foreign trademark applications corresponding thereto and the goodwill represented thereby, including the right to file trademark applications based on or corresponding to the pending applications, and including any trademarks maturing therefrom, any rights resulting from any of the Trademark Rights. However, this assignment specifically only includes all of the trademarks associated with Gaylord Information Systems.

ASSIGNOR agrees to execute any further papers necessary to secure the ASSIGNEE in its full and complete enjoyment of its right to said trademark registrations and applications.

IN WITNESS WHEREOF, Moorgate, Inc., its Chair, being duly authorized, has caused this Trademark Assignment to be executed this 27th day of May, 2003.

MOORGATE, INC.

By: 

Martin Blackman, Chairman

TRADEMARK

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REEL: 002682 FRAME: 0357

EXHIBIT A

MARK	REG/APP. NO.
GALAXY	1,634,685