

TRADEMARKS ONLY

927514-94950

Tab settings

To the Director of the United States Patent and Trademark Office: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Meridian Rail Information Systems Corp.

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

Additional names(s) of conveying party(ies) Yes No

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

Name: Meridian Rail Track Products Corp.

Internal Address:

Street Address: 2705 S. State Street

City: Chicago Heights State: IL ZIP: 60411

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

If assignee is not domiciled in the United States, a domestic designation is Yes No
(Designations must be a separate document from Additional name(s) & address(es) Yes No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: October 21, 2003

4. Application number(s) or registration numbers(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s)

169,851	423,512	1,509,921
173,737	682,840	
422,784	1,004,189	

Additional numbers Yes No

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

Name: Jeffrey R. Gray

Internal Address: Barnes & Thornburg

Street Address: P.O. Box 2786

City: Chicago State: IL ZIP: 60690

6. Total number of applications and registrations involved:.....

7

7. Total fee (37 CFR 3.41):.....\$ \$190.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

12-0913

DO NOT USE THIS SPACE

9. 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.

Jeffrey R. Gray

Name of Person Signing

Signature

October 28, 2003

Date

Total number of pages including cover sheet, attachments, and

3

Mail documents to be recorded with required cover sheet information to:
Mail Stop Recordation Services
Director of the United States Patent and Trademark Office
P.O. Box 1450, Alexandria, VA 22313-1450

TRADEMARK

REEL: 002737 FRAME: 0740

700050030

CH \$190.00 120913 0169861

TRADEMARK ASSIGNMENT

The Assignment is made by and between Meridian Rail Information Systems Corp., a Delaware corporation, having an office and principal place of business at 2705 S. State Street, Chicago Heights, Illinois 60411 U.S.A. ("Assignor"), and Meridian Rail Track Products Corp., a Delaware corporation, having an office and principal place of business at 2705 S. State Street, Chicago Heights, Illinois 60411 U.S.A. ("Assignee").

WHEREAS, Assignor is the owner of the entire right, title and interest in and to the marks and the trademark applications and registrations therefor as listed in Schedule A attached hereto (the "Trademark Applications and Registrations"); and

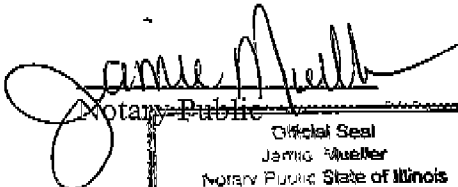
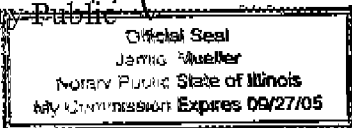
WHEREAS, Assignee is desirous of acquiring the entire right, title and interest in and to the marks and the Trademark Applications and Registrations;


NOW THEREFORE, for and in consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which by the Assignor from the Assignee is hereby acknowledged, Assignor hereby sells, transfers and assigns to Assignee, Assignor's entire right, title and interest in and to each said mark and to the Trademark Applications and Registrations, together with the goodwill of the business symbolized by the marks and the applications and registrations therefor, and with the right to recover past, present and future damages for all infringements thereof.

IN WITNESS WHEREOF, this Assignment is made this 21st day of October, 2003.

Signed before me
by Shawn Casey

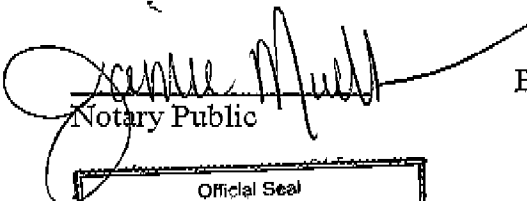
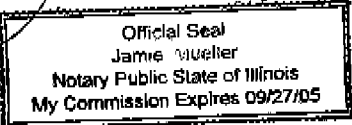
MERIDIAN RAIL INFORMATION SYSTEMS CORP.

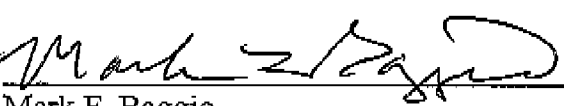

Notary Public


By: 
Shawn Casey
Chief Executive Officer

Signed before me
by Mark F. Baggio

MERIDIAN RAIL TRACK PRODUCTS CORP.


Notary Public


By: 
Mark F. Baggio
Assistant Secretary

SCHEDULE A

Schedule A to Trademark Assignment between Meridian Rail Information Systems Corp.
and Meridian Rail Track Products Corp.

U.S. Trademarks

<u>File No.</u>	<u>Country</u>	<u>Mark</u>	<u>Registration No.</u>
7514-1085	U.S.	RACOR	169,851
7514-1086	U.S.	RACOR	173,737
7514-1087	U.S.	RACOR	422,784
7514-1088	U.S.	RACOR and Design	423,512
7514-1089	U.S.	RACOR and Design	682,840
7514-1096	U.S.	SECURITY	1,004,189
7514-1098	U.S.	ABC RAIL	1,509,921

Foreign Trademarks

<u>File No.</u>	<u>Country</u>	<u>Mark</u>	<u>Registration No.</u>
7514-1085.010	Canada	RACOR	34,310
7514-1085.070	Australia	RACOR	297,315
7514-1085.079	China	RACOR	930,419
7514-1085.080	Argentina	RACOR	1,723,589
7514-1085.081	Brazil	RACOR	2,066,149
7514-1085.180	Argentina	RACOR	1,563,591
7514-1085.280	Argentina	RACOR	1,563,590
7514-1085.281	Brazil	RACOR	2,653,443
7514-1094.010	Canada	TRACKMANG	135,913