

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

FORM PTO-1594
(Rev. 6-93)
OMB No. 0651-0011 (exp. 4/94)

U.S. DEPARTMENT OF COMMERCE
Patent and Trademark Office

Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):
MoonWatch Media Inc.

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

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

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

Execution Date: **September 24, 2003**

2. Name and address of receiving party(ies)

Name: **Retail Systems Alert Group Inc.**
Internal Address:
Street Address: **77 Oak Street, Suite 201
Newton Upper Falls, MA 02464-1460**

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

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

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

A. Trademark Application No.(s)	B. Trademark Registration No.(s)
	2,197,734

Additional numbers attached? Yes No

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

Name: **Ann Lamport Hammitte, Esq.**
Address: **LOWRIE, LANDO & ANASTASI, LLP
Riverfront Office Park
One Main Street
Cambridge, MA 02142**

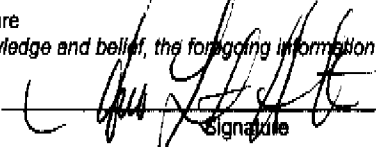
6. Total number of applications and registrations involved: **[9]**

7. Total fee (37 CFR 3.41).....**\$40.00**
 Enclosed

8. The Commissioner is hereby authorized to charge **\$40.00**, any deficiencies or overpayments to Deposit Account No. 50/2762, Ref. No. M2004-4001.

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.

Ann Lamport Hammitte  **January 12, 2004**
Name Signature Date

Total number of pages including cover sheet, attachments, and document: **[5]**

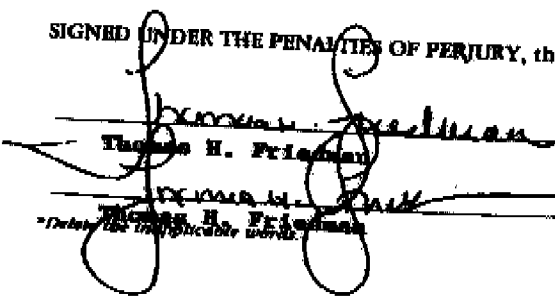
Mail documents to be recorded with required cover sheet information to:
MAIL STOP ASSIGNMENT RECORDATION SERVICES
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CH \$40.00 502762 2197734

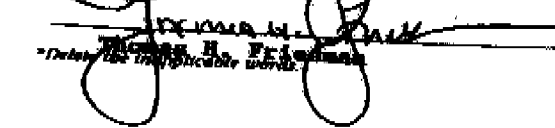
The foregoing amendment(s) will become effective when these Articles of Amendment are filed in accordance with General Laws, Chapter 156B, Section 6 unless these articles specify, in accordance with the vote adopting the amendment, a later effective date not more than *thirty days* after such filing, in which event the amendment will become effective on such later date.

Later effective date: October 8, 2003

SIGNED UNDER THE PENALTIES OF PERJURY, this 24th day of September, 20 03


Thomas H. Friedman

~~President / Thomas H. Friedman~~


Thomas H. Friedman

~~Clerk / Thomas H. Friedman~~

"Debit the Inappropriate World."

To *change* the number of shares and the par value (if any) of any type, class or series of stock which the corporation is authorized to issue, fill in the following:

The total *presently* authorized is:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

Change the total authorized to:

WITHOUT PAR VALUE STOCKS		WITH PAR VALUE STOCKS		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PAR VALUE
Common:		Common:		
Preferred:		Preferred:		

4110

THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF AMENDMENT

(General Laws, Chapter 156B, Section 72)

856141

I hereby approve the within Articles of Amendment and, the filing fee in the amount of \$ 100.00 having been paid, said articles are deemed to have been filed with me this 8th day of October 20 03.

Effective date: _____

SECRETARY OF STATE RECEIVED

03 OCT -8 AM 11:05

CORPORATION'S DIVISION

William Francis Galvin

WILLIAM FRANCIS GALVIN
Secretary of the Commonwealth

TO BE FILED IN BY CORPORATION

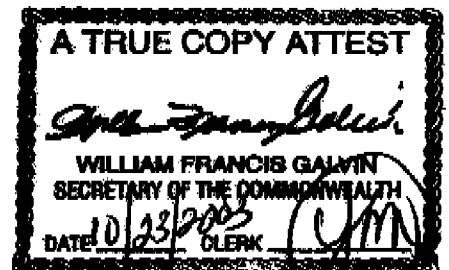
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A copy this filing will be available on-line at www.state.ma.us/sec/cor once the document is filed.



TRADEMARK