FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

Submission Type

Conveying Party

Receiving Party

Address (line 1)

Address (line 2)

Address (line 3)

X New

05-21-1999



101042752 **RECORDATION FORM COVER SHEE** TRADEMARKS ONLY

Expires 00/30/99	21 - 1999	Patent and Trademark Office TRADEMARK			
OMB 0651-0027					
	1042752	DECEIVED			
	ON FORM COVER SHEET WARKS ONLY	N N			
TO: The Commissioner of Patents and Trademarks:		aldodument(s) or copy(ies).			
Submission Type	Conveyance Type				
X New	X Assignment	License			
Resubmission (Non-Recordation) Document ID #	Security Agreement	Nunc Pro Tunc Assignment			
Correction of PTO Error	Merger	Effective Date Month Day Year 05 06 99			
Reel # Frame #	Change of Name	· · · · · · · · · · · · · · · · · · ·			
Corrective Document Reel # Frame #	Other \{	64445			
Conveying Party	Mark if additional names of conveying	Exception Bute			
Name MERRIN FINANCIAL - ADP INCORP	ORATED	Month Day Year 05 04 99			
Formerly	<u> </u>				
Individual General Partnership Limited Partnership X Corporation Association					
Other					
	N V 1				
Citizenship/State of Incorporation/Organizat	Mark if additional names of receiving	parties attached			
	Mark II additional names of receiving	parties attached			
Name MACGREGOR GROUP, INC., THE					
DBA/AKA/TA					
Composed of					
Address (line 1) 4 Liberty Square					
Address (line 2) 4th Floor					
Address (line 3) Boston	MA	02109			
Individual General Partnership		Zip Code document to be recorded is an ssignment and the receiving party is			
X Corporation Association	n	ot domiciled in the United States, an oppointment of a domestic			
Other	re	presentative should be attached. Designation must be a separate			
Citizenship/State of Incorporation/Organizat	d	ocument from Assignment.)			
FOR OFFICE USE ONLY					

Citizenship/State of Incorporation/Organization	Delaware
/1999 NTHAI1 00000064 1864445 FOR OFFICE	E USE ONLY
:481 40.00 OP	
Public burden reporting for this collection of information is estimated to average approxima gathering the data needed to complete the Cover Sheet. Send comments regarding this bur D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management an Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Prac	tely 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and den estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, d Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB tice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS
Mail documents to be recorded with Commissioner of Patents and Trademark	required cover sheet(s) information to: (s, Box Assignments , Washington, D.C. 20231 TDADEMADE

REEL: 001899 FRAME: 0537

FORM PTO-16 Expires 06/30/99 OMB 0651-0027	111 7/1	U.S. Department of Commerce Fater and Trademark Office RADEMARK		
Domestic Re	Representative Name and Address Enter or the first Receiving Page 1997	art voltiv		
Name [
Address (line 1)				
Address (line 2)				
Address (line 3)				
Address (line 4)				
Correspondent Name and Address Area Code and Telephone Number 617-482-1360				
Name [Carol R. Kirchick, Esq.	·		
Address (line 1)	Rich, May, Bilodeau & Flaherty, P.C.			
Address (line 2)	294 Washington Street			
Address (line 3)	Boston, MA 02108			
Address (line 4)				
i uqc3	Enter the total number of pages of the attached conveyance document including any attachments.	# 3		
Trademark A	Application Number(s) or Registration Number(s) Mark if a	dditional numbers attached		
	e Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers	for the same property).		
Trade	demark Application Number(s) Registration Nur	nber(s)		
	1864445			
L				
Number of P	Properties Enter the total number of properties involved. #			
Fee Amount	t Fee Amount for Properties Listed (37 CFR 3.41): \$ 40.0	0		
Method of Deposit Ac	of Payment: Enclosed X Deposit Account			
(Enter for payment by deposit account or if additional fees can be charged to the account.) Deposit Account Number: #				
	Authorization to charge additional fees: Yes	No		
Statement an	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.				
Carol	R. Kirchick, Esq. Carl R. Kuchu	5/11/99		
Name o	of Person Signing Signature	Date Signed		

TRADEMARK REEL: 001899 FRAME: 0538

ASSIGNMENT OF TRADEMARKS, TRADE NAMES AND SERVICEMARKS

THIS ASSIGNMENT is made as of and effective May 6, 1999 by and between Merrin Financial – ADP Incorporated, a New York corporation ("Assignor"), and The MacGregor Group, Inc., a Delaware corporation with its principal place of business at 4 Liberty Square, 4th Floor, Boston, MA 02109 ("Assignee").

Assignor and Assignee are parties to a Purchase and Sale Agreement of even date herewith, pursuant to which Assignor sold certain of its assets to Assignee. As part of said Agreement, Assignor has agreed to assign to Assignee, among other things, the trademarks, trade names, service marks, and logos set forth on <u>Schedule A</u> attached hereto (the "Marks"), and the registrations or applications for registration of which have been filed as indicated on said <u>Schedule</u>. Assignee desires that Assignor now assign the Marks to Assignee.

IN CONSIDERATION of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties agree as follows:

- 1. Assignor assigns to Assignee all of its right, title, and interest in and to the Marks, together with (a) the registrations of and registration applications for the Marks, (b) all goodwill symbolized by and associated therewith and with the registrations thereof, and (c) the right to sue and recover for, and the right to profits or damages due or accrued arising out of or in connection with, any and all past, present or future infringements or dilution of or damage or injury to the Marks or the registrations thereof or such associated goodwill.
- 2. Assignee accepts the foregoing assignment of the Marks, the registrations thereof and the registration applications therefor.

[THE REMAINDER OF PAGE LEFT INTENTIONALLY BLANK]

TRADEMARK
REEL: 001899 FRAME: 0539

IN WITNESS WHEREOF, the parties have executed this Assignment under seal as of the day and year first written above. ("ASSIGNEE") ("ASSIGNOR") THE MACGREGOR GROUP, INC. MERRIN FINANCIAL - ADP INCORPORATED authorized duly authorized State of <u>New Tersey</u>) ss.

County of <u>Essex</u> On this 4th day of may, 1999, before me appeared, the person who signed the foregoing instrument, who acknowledged that he is the mendeut of Merrin Financial -ADP Incorporated and that he signed such instrument as a free act on behalf of Merrin Financial - ADP Incorporated. My commission expires March 9 2004 DONNA J. DEZAO **NOTARY PUBLIC OF NEW JERSEY** My Commission Expires March 9, 2004 State of <u>Manachuretts</u>

County of <u>Sylak</u> On this 5 day of ______, 1999, before me appeared, the person who signed the foregoing instrument, who acknowledged that he is the ______ of The MacGregor Group, Inc. and that he signed such instrument as a free act on behalf of The MacGregor Group, Inc. Wing Mr Wesselth

1

My commission expires: 64.9, 2004

TRADEMARK
"REEL: 001899 FRAME: 0540

SCHEDULE A TO ASSIGNMENT OF TRADEMARKS, TRADE NAMES AND SERVICE MARKS

Registered Trademarks	Country of Registration	Registration Number
CompAlert CompAlert	U.K.	2133973
Intermarket Trading Network	U.S.	1864445

Unregistered Trademarks, Tradenames

Portfolio Modeling & Rebalancing

PMW

Merrin Financial

Merrin Financial Trading Platform

MFTP

Merrin Financial Trading System

RECORDED: 05/17/1999

ITN

Merrin Electronic Trading

MET

STAC

CompPlus

TRADEMARK
" REEL: 001899 FRAME: 0541