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GATEWAY INDUSTRIES INC /DE/  
Form 10KSB  
March 14, 2003

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 10-KSB

(Mark One)

ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

For the fiscal year ended December 31, 2002

or

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Commission file number 0-13803

GATEWAY INDUSTRIES, INC.

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(Name of small business issuer in its charter)

Delaware

33-0637631

-----  
(State or other jurisdiction of  
incorporation or organization)

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(I.R.S. Employer Identification No.)

150 East 52nd Street, 21st Floor  
New York, New York 10022

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(Address of principal executive offices, including zip code)

(212) 813-1500

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(Issuer's telephone number, including area code)

Securities registered under Section 12(b) of the Exchange Act: NONE

Securities registered under Section 12(g) of the Exchange Act:

Common Stock, \$.001 par value

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(Title of Class)

Check whether the issuer: (1) filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the past 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Check if no disclosure of delinquent filers in response to Item 405 of Regulation S-B is contained in this form, and no disclosure will be contained, to the best of the registrant's knowledge, in definitive proxy or information statements incorporated by reference in Part III of this Form 10-KSB or any amendments to this Form 10-KSB.

State issuer's revenues for its most recent fiscal year: \$5,591,099

Based upon the closing price of the issuer's Common Stock on February 5, 2003, the aggregate market value of the 2,372,785 outstanding shares of Common Stock held by non-affiliates of the issuer was \$2,610,064. Solely for the purposes of

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this calculation, shares held by directors and officers of the issuer have been excluded. Such exclusion should not be deemed a determination or an admission by the issuer that such individuals are, in fact, affiliates of the issuer.

As of February 6, 2003, 4,192,000 shares of the issuer's Common Stock, \$.001 par value (the "Common Stock") were issued and outstanding.

DOCUMENTS INCORPORATED BY REFERENCE: None

Oaktree's single source solution provides the following services to its clients:

- o Web-based Database Management
- o Integrated Product Fulfillment
- o Integrated List Rental Fulfillment
- o Integrated Subscription Management
- o Integrated E-Commerce Functions
- o Fundraising Campaign Management
- o Physical Product Fulfillment
- o Mail Preparation Services
- o Web-site Design & Hosting

### OAKTREE'S MARKETING STRATEGY

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Oaktree has focused its marketing initiatives toward the following products and services:

- o Direct Marketing Database Management
- o Related Product Fulfillment Processing & Management
- o Related E-Commerce Development and Management