

03-02-2004



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

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): 2.27.04
Ositis Software, Inc.
 Individual(s) Association
 General Partnership Limited Partnership
 Corporation-State - California
 Other _____
Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies)
Name: Blue Coat Systems, Inc.
Internal Address: 6
Street Address: 650 Almanor Ave.
City: Sunnyvale State: CA Zip: 94085
 Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation-State Delaware
 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

3. Nature of conveyance:
 Assignment Merger
 Security Agreement Change of Name
 Other _____
Execution Date: 10/28/2004

4. Application number(s) or registration number(s):
A. Trademark Application No.(s) _____
B. Trademark Registration No.(s) See Attached
Additional number(s) attached Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:
Name: Robert Verheecke
Internal Address: _____
Street Address: 650 Almanor Ave.
City: Sunnyvale State: CA Zip: 94085

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: _____
FEB 27 AM 7:18
DPR/FINANCE

DO NOT USE THIS SPACE

9. Signature.
Benjamin Rice, Esq. Name of Person Signing
[Signature] Signature
2/1/2004 Date
Total number of pages including cover sheet, attachments, and document: 7

03/01/2004 DBYRME 00000052 2753051
40.00 MP
150.00 OP

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

1. Registration #:2753051 Mark: "AVSTRIPPER"
2. Registration #:2768092 Mark: "ESHIELD"
3. Registration #:2629423 Mark: "POWERING INTERNET MANAGEMENT "
4. Registration #:2545484 Mark: "THE ULTIMATE INTERNET SHARING SOLUTION "
5. Registration #:2696464 Mark: "ACCESSNOW "
6. Registration #:2522044 Mark:"OSITIS "
7. Registration #:2174788 Mark:"WINPROXY"

AGREEMENT AND PLAN OF MERGER AND REORGANIZATION

among

BLUE COAT SYSTEMS, INC.,

RIGA CORP.,

OSITIS SOFTWARE, INC.,

Vilis Ostitis

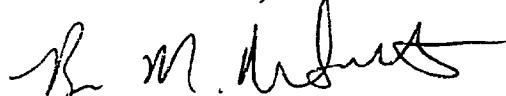
and

Liana Abele

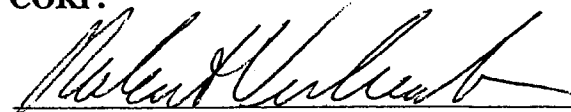
Dated as of October 28, 2003

IN WITNESS WHEREOF, each of Parent, Merger Sub, the Company and the Stockholders has executed or has caused this Agreement to be executed by its duly authorized officer as of the date first written above.

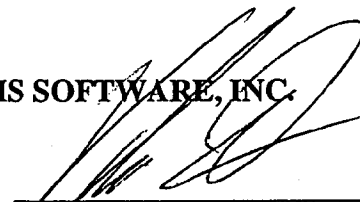
BLUE COAT SYSTEMS, INC.

By: 
Brian NeSmith
President and Chief Executive Officer

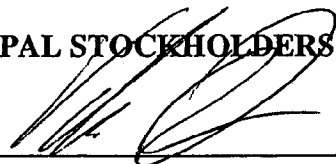
RIGA CORP.

By: 
Robert Verheecke
President and Chief Executive Officer

OSITIS SOFTWARE, INC.

By: 
Vilis Ositis
President

PRINCIPAL STOCKHOLDERS


Vilis Ositis

Liana Abele

IN WITNESS WHEREOF, each of Parent, Merger Sub, the Company and the Principal Stockholders has executed or has caused this Agreement to be executed by its duly authorized officer as of the date first written above.

BLUE COAT SYSTEMS, INC.

By: _____
Brian NeSmith
President and Chief Executive Officer


RIGA CORP.

By: _____
Robert Verheecke
President and Chief Executive Officer

OSITIS SOFTWARE, INC.

By: _____
Vilis Osis
President

PRINCIPAL STOCKHOLDERS

Vilis Osis


Liana Abele

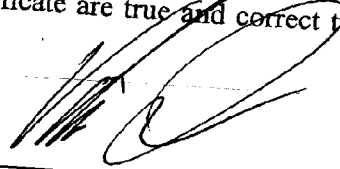
CERTIFICATE OF APPROVAL
OF
AGREEMENT OF MERGER
OSITIS SOFTWARE, INC.

Vilis Ositis and Liana Abele hereby certify that:

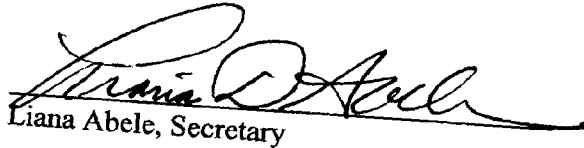
1. They are the President and the Secretary, respectively, of Ositis Software, Inc., a California corporation (the "Company").
2. The Agreement and Plan of Merger and Reorganization (the "Agreement of Merger"), dated as of October 28, 2003, by and among Blue Coat Systems, Inc., a Delaware corporation ("Parent"), Riga Corp., a Delaware corporation and a wholly owned subsidiary of Parent ("Merger Sub"), the Company, Vilis Ositis and Liana Abele, was duly approved by the Board of Directors and by the shareholders of the Company. The Agreement of Merger provides for the statutory merger (the "Merger") of the Company with and into Merger Sub, with Merger Sub as the surviving corporation of the Merger.
3. The Company has authorized capital of 40,000,000 shares, all of which are designated Common Stock, par value \$0.001 per share (the "Common Stock"). The number of shares of Common Stock outstanding and entitled to vote upon the Merger was 20,000,000 shares.
4. The principal terms of the Agreement of Merger were approved by the shareholders of the Company by a vote that equaled or exceeded the vote required. The percentage vote required to approve the Agreement of Merger was the affirmative vote of the holders of a majority of the outstanding shares of the Common Stock.

7
Each of the undersigned declares under penalty of perjury under the laws of the State of California that the statements set forth in this Certificate are true and correct to his or her own knowledge.

Dated: November 11, 2003



Vilis Ositis, President



Liana Abele, Secretary