

06-05-2000

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

CPA/FINANCE

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5-16-00



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U.S. Department of Commerce
Patent and Trademark Office
TRADEMARK

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

TO: The Commissioner of Patents and Trademarks: Please record the attached original document(s) or copy(ies).

Submission Type

- New
- Resubmission (Non-Recordation)
Document ID # _____
- Correction of PTO Error
Reel # _____ Frame # _____
- Corrective Document
Reel # _____ Frame # _____

Conveyance Type

- Assignment License
- Security Agreement Nunc Pro Tunc Assignment
Effective Date
Month Day Year _____
- Merger
- Change of Name
- Other Termination of Interest

Conveying Party

Mark if additional names of conveying parties attached

Execution Date
Month Day Year
02/23/2000

Name The Bank of Nova Scotia

Formerly _____

- Individual General Partnership Limited Partnership Corporation Association
- Other Bank
- Citizenship/State of Incorporation/Organization _____

Receiving Party

Mark if additional names of receiving parties attached

Name Delfin Systems

DBA/AKA/TA _____

Composed of _____

Address (line 1) 1200 Patrick Henry Drive

Address (line 2) _____

Address (line 3) Santa Clara California 35200
City State/Country Zip Code

- Individual General Partnership Limited Partnership If document to be recorded is an assignment and the receiving party is not domiciled in the United States, an appointment of a domestic representative should be attached (Designation must be a separate document from Assignment.)
- Corporation Association
- Other _____
- Citizenship/State of Incorporation/Organization California

06/05/2000 DNG/JY/N 00000014 192385 2168075

FOR OFFICE USE ONLY

01 FC:482 +0.00 CH
02 FC:482 100.00 CH

Public burden reporting for this collection of information is estimated to average approximately 30 minutes per Cover Sheet to be recorded, including time for reviewing the document and gathering the data needed to complete the Cover Sheet. Send comments regarding this burden estimate to the U.S. Patent and Trademark Office, Chief Information Officer, Washington, D.C. 20231 and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Paperwork Reduction Project (0651-0027), Washington, D.C. 20503. See OMB Information Collection Budget Package 0651-0027, Patent and Trademark Assignment Practice. DO NOT SEND REQUESTS TO RECORD ASSIGNMENT DOCUMENTS TO THIS ADDRESS.

Mail documents to be recorded with required cover sheet(s) information to:
Commissioner of Patents and Trademarks, Box Assignments, Washington, D.C. 20231

TRADEMARK
REEL: 002082 FRAME: 0846

Domestic Representative Name and Address

Enter for the first Receiving Party only.

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Correspondent Name and Address

Area Code and Telephone Number

Name

Address (line 1)

Address (line 2)

Address (line 3)

Address (line 4)

Pages Enter the total number of pages of the attached conveyance document including any attachments.

#

Trademark Application Number(s) or Registration Number(s)

Mark if additional numbers attached

Enter either the Trademark Application Number or the Registration Number (DO NOT ENTER BOTH numbers for the same property).

Trademark Application Number(s)			Registration Number(s)		
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,168,075"/>	<input type="text" value="2,072,523"/>	<input type="text" value="1,949,584"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="1,835,224"/>	<input type="text" value="1,831,130"/>	<input type="text"/>
<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>	<input type="text"/>

Number of Properties Enter the total number of properties involved.

#

Fee Amount Fee Amount for Properties Listed (37 CFR 3.41):

\$

Method of Payment: Enclosed Deposit Account

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 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.

Elaine D. Ziff
Name of Person Signing

Elaine D Ziff
Signature

5/12/00
Date Signed

TERMINATION OF INTEREST IN TRADEMARKS

This TERMINATION OF INTEREST IN TRADEMARKS is executed as of February ~~23~~, 2000 by THE BANK OF NOVA SCOTIA, in its capacity as Administrative Agent (the "Agent"), with reference to that certain Amended and Restated Credit Agreement, dated as of June 9, 1999 (the "Credit Agreement"), among The Titan Corporation (the "Borrower"), the various financial institutions from time to time parties thereto, the Agent. .

Pursuant to the Credit Agreement, each of The Titan Corporation, Linkabit Wireless, Inc., DBA Systems, Inc., Titan Scan Corp., Horizons Technology, Inc., Delfin Systems, VisiCom Laboratories, Inc., Atlantic Aerospace Electronics Corporation, Unidyne Corporation, and VisiCom Manufacturing Corporation (formerly known as Microlithics Corporation) (collectively, the "Owners") executed and delivered to the Agent a Trademark Security Agreement, each dated as of June 9, 1999, each of which was recorded with the United States Patent and Trademark Office (collectively, the "Agreements").

For good and valuable consideration, receipt of which is hereby acknowledged, the Agent hereby:

- (a) terminates each Agreement;
- (b) releases the liens and security interests granted to it in and on the trademark registrations referred to in each Agreement which are listed on Schedule 1 hereto (the "Property") and acknowledges, agrees and confirms that it has no right, title or interest in or to (or security interest in) the Property and
- (c) to the extent the Agent shall be deemed to have any right, title or interest in the Property, retransfers and reassigns to the applicable Owner all of such right, title and interest.

This Termination of Interest in Trademarks shall be governed by the laws of the State of New York and shall relate solely to the Agreement and shall in no way be construed as relating to any other trademark interest in the Property which the Agent may have.

IN WITNESS WHEREOF, the undersigned has caused this Termination of Interest in Trademarks to be executed by its duly authorized officer as of the date first written above.

THE BANK OF NOVA SCOTIA

By: *[Signature]*
Name: *Christine Smith*
Title: *Director*

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of San Francisco

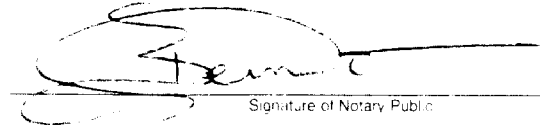
On Feb 18, 2000 before me, Cecilia A. Bernardo, Notary Public
Date Name and Title of Officer (e.g., Jane Doe, Notary Public)

personally appeared Chris Osborn
Name(s) of Signer(s)

personally known to me -- OR -- ~~x~~ ~~proved to me on the basis of satisfactory evidence to be the person(s)~~
whose name(s) is/~~are~~ subscribed to the within instrument and acknowledged to me that he/~~she/they~~ executed the same in his/~~her/their~~ authorized capacity(ies), and that by his/~~her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



WITNESS my hand and official seal.


Signature of Notary Public

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Termination of Interest in Trademarks

Document Date undated Number of Pages: -

Signer(s) Other Than Named Above: None

Capacity(ies) Claimed by Signer(s)

Signer's Name: Chris Osborn

- Individual
- Corporate Officer
- Title(s): Director
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer Is Representing:

The Bank of Nova Scotia

Signer's Name: _____

- Individual
- Corporate Officer
- Title(s): _____
- Partner — Limited General
- Attorney-in-Fact
- Trustee
- Guardian or Conservator
- Other: _____

RIGHT THUMBPRINT OF SIGNER
Top of thumb here

Signer Is Representing:

SCHEDULE 1

Property

See attached schedules.

-LA/507648.1

TRADEMARKS OWNED/USED BY DELFIN SYSTEMS

OWNER	MARK	SERIAL/ REGISTRA- TION NUMBER	DATE OF FIRST USE	STATUS	GOODS AND SERVICES	INT'L CLASS
Delfin Systems	Delfin Systems	2168075	10/11/84	Registered	Government and commercial business management and government and commercial engineering services	35, 42
Delfin Systems	IntelliScape (pseudomark: Intelligent Escape)	2072523	11/04/96	Registered	Computer software for analyzing relationship of real world objects and events over time	9
Delfin Systems	Smartsource	1949584	12/18/94	Registered	Computer software for providing intelligent access to remote data sources and instruction and user manuals	9
Delfin Systems	Maxim (pseudomark: M Maxim)	1835224	07/11/89	Registered	Signal surveillance and exploitation equipment	9
Delfin Systems	Maxim Signal Products	1831130	02/19/93	Registered	Signal surveillance and exploitation equipment	9