

06/05/2000 4:00

OFFICE

06-05-2000

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

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



101373818

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5/16/00

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 VisiCom Laboratories, Inc.

DBA/AKA/TA _____

Composed of _____

Address (line 1) 10052 Mesa Ridge Court

Address (line 2) _____

Address (line 3) San Diego California 92121
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 Delaware

06/05/2000 DNEU/EM 0000010 152365 75460514

FOR OFFICE USE ONLY

01 FC:48
02 FC:48

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: 0867

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" value="75/460,618"/>	<input type="text"/>	<input type="text"/>	<input type="text" value="2,253,376"/>	<input type="text" value="2,236,499"/>	<input type="text" value="1,802,597"/>
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<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: *[Handwritten Name]*
Title: *[Handwritten Title]*

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

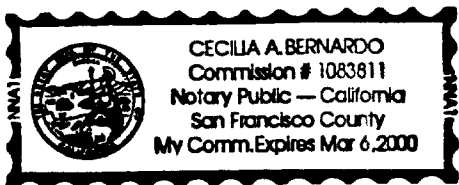
State of California

County of San Francisco

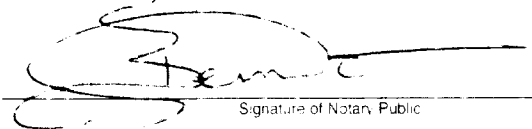
On Feb 18, 2000 before me, Cecilia A. Bernardo, Notary Public
Date Name and Title of Officer (e.g. "Jane Doe, Notary Public")

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

personally known to me - OR - ~~approved 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.

TRADEMARKS OWNED/USED BY VISICOM LABORATORIES, INC.

OWNER	MARK	SERIAL/ REGISTRA- TION NUMBER	DATE OF FIRST USE	STATUS	GOODS AND SERVICES	INT'L CLASS
VisiCom Laboratories, Inc.	Vigra	2253376	1990	Registered	Computer circuit boards, computer interface boards for graphic, audio, visual, and other real time multi-media applications, and support software.	9
VisiCom Laboratories, Inc	VigraVision	75-460618	N/A	Pending	Computer circuit boards, computer interface boards for graphic, audio, visual, and other real time multi-media applications, and support software.	9
VisiCom Laboratories, Inc	Visicom	2236499	3/88	Registered	Computer circuit boards, computer interface boards for graphic, audio, visual, and other real time multi-media applications, and support software and software design, graphical user interface design, integration and technical assistance and support services.	9, 42
VisiCom Laboratories, Inc	RasterFlex	1802597	12/10/91	Registered	Imaging and graphics controller boards and computer programs associated therewith	9