

TRADEMARK ASSIGNMENT

Electronic Version v1.1
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SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	10/26/1998		
CONVEYING PARTY DATA			
	Name	Formerly	Execution Date
	VISICOM LABORATORIES, INC.		10/26/1998
			Entity Type
			CORPORATION: DELAWARE
RECEIVING PARTY DATA			
Name:	THE TITAN CORPORATION		
Street Address:	3033 Science Park Road		
City:	San Diego		
State/Country:	CALIFORNIA		
Postal Code:	92121		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 1			
	Property Type	Number	Word Mark
	Registration Number:	2344063	VIGRAVISION
CORRESPONDENCE DATA			
Fax Number:	(619)645-5343		
	<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>		
Phone:	619-533-7392		
Email:	sedge@luce.com		
Correspondent Name:	Katherine M. Hoffman		
Address Line 1:	600 West Broadway, Suite 2600		
Address Line 4:	San Diego, CALIFORNIA 92101		
ATTORNEY DOCKET NUMBER:	36293-1/T05		
NAME OF SUBMITTER:	Katherine M. Hoffman		
Signature:	/Katherine M. Hoffman/		

OP \$40.00 2344063

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**TRADEMARK
 REEL: 004191 FRAME: 0848**

Date:

04/23/2010

Total Attachments: 2

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November 5, 1998

New York Stock Exchange, Inc.
20 Broad Street
New York, NY 10005

Ladies and Gentlemen:

I have acted as counsel to The Titan Corporation, a Delaware corporation (the "Company"), in connection with the Subsequent Listing Application of the Company to the New York Stock Exchange, Inc. (the "Exchange") for listing on the Exchange of 4,761,004 additional shares of its Common Stock, \$0.01 par value per share (the "Shares") pursuant to the merger between the Company and VisiCom Laboratories, Inc. (the "Merger").

In connection with this opinion, I, or attorneys under my supervision, have participated in the preparation of a Registration Statement on Form S-3 (the "S-3 Registration Statement") and a Registration Statement on Form S-8 (the "S-8 Registration Statement") relating to the Merger, both of which were filed with the Securities and Exchange Commission on October 26, 1998 (together, the "Registration Statements"), and which are delivered herewith to the Exchange in support of the Listing Application.

In addition, I, or attorneys under my supervision, have examined such documents, legal opinions and precedents, corporate or other records of the Company, and certificates of public officials and officers of the Company as I have deemed necessary or appropriate to provide a basis for the opinions set forth below. In this examination, I have assumed the genuineness of all signatures, the authenticity of all documents submitted to me as original documents and conformity to original documents of all documents submitted to me as certified or photostatic copies.

My opinion is expressed only with respect to the federal laws of the United States of America and the laws of the State of California and Delaware. I express no opinion as to whether the laws of any particular jurisdiction apply, and no opinion to the extent that the laws of any jurisdiction other than those identified above are applicable to the subject matter hereof.

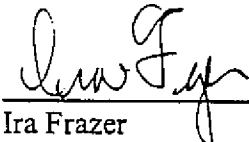
On the basis of the foregoing and in reliance thereon, and subject to the qualifications herein stated, I am of the opinion that:

1. The Company has been duly incorporated and is a validly existing corporation under the laws of the State of Delaware.

2. The issuance and sale of the Shares pursuant to the Merger have been duly authorized by all necessary corporate action on the part of the Company.
3. The Board of Directors of the Company approved the listing on the New York Stock Exchange, Inc. of the Shares and authorized the appointment of American Stock Transfer & Trust as transfer agent, dividend disbursing agent, and registrar for the Shares.
4. The approval of the Company's stockholders was not required for the Merger.
5. Upon the issuance and sale of the Shares pursuant to the Merger Agreement and the Registration Statements, the Shares will be validly issued, fully paid and non-assessable, and the holders thereof will have no personal liability as such under the existing laws of the state of California, which is the jurisdiction in which the principle place of business of the Company is located.
6. The Shares have been registered with the Securities and Exchange Commission under the Securities Act of 1933, as amended, on the Registration Statements filed on October 26, 1998. The Registration Statements became effective on October 26, 1998.

This opinion is rendered only to you and is solely for your benefit in connection with the listing of the Common Stock on the Exchange. This opinion may not be relied upon by you for any other purpose or by any other person, firm or corporation for any purpose without my prior written consent.

Very truly yours,



Ira Frazer
General Counsel