

Division of Corporations

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P38406

Florida Department of State
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TALLAHASSEE, FLORIDA

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MERGER OR SHARE EXCHANGE

THE TITAN CORPORATION

Certificate of Status	0
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ARTICLES OF MERGER

MERGING

DBA SYSTEMS, INC.
(a Florida corporation)

INTO

THE TITAN CORPORATION
(a Delaware corporation)EFFECTIVE DATE
6/30/07FILED
03 JUN 27 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporations, pursuant to Section 607.0120 of the Florida Business Corporation Act hereby execute the following articles of merger (the "Articles of Merger"):

ONE

DBA Systems, Inc., a corporation organized and existing under the laws of the State of Florida ("DBA"), shall be merged (the "Merger") with and into The Titan Corporation, a corporation organized and existing under the laws of the State of Delaware (the "Company"). The terms and conditions of the Merger and the mode of carrying the same into effect are as set forth in the Plan of Merger attached hereto as *Exhibit A* (the "Plan of Merger").

TWO

The Plan of Merger was adopted by unanimous consent of the shareholders of DBA, and approval by the shareholders of the Company was not required pursuant to Section 251(d) of the General Corporation Law of the State of Delaware.

THREE

The Merger is permitted under the laws of the State of Delaware and the Company has complied with the laws of the State of Delaware in effecting the Merger.

FOUR

Upon consummation of the Merger, the separate existence of DBA shall cease, and all shares of capital stock of DBA shall be surrendered to the Company and canceled.

[Signature Page Follows]

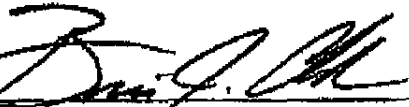
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IN WITNESS WHEREOF, the Company and DBA, the parties to the Merger, have caused these Articles of Merger to be signed in their respective corporate names as of the 24th day of June, 2003.

THE TITAN CORPORATION

By: 
Name: Michael Paige
Title: Vice President

DBA SYSTEMS, INC.

By: 
Name: Brian J. Clark
Title: Vice President

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Exhibit A
Plan of Merger
(Attached)

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PLAN OF MERGER
DBA SYSTEMS, INC.
WITH AND INTO
THE TITAN CORPORATION

PLAN OF MERGER (this "Plan of Merger"), dated as of June 24, 2003, by and between DBA SYSTEMS, INC., a Florida corporation ("DBA") and THE TITAN CORPORATION, a Delaware corporation (the "Company"), such corporations being sometimes collectively referred to here as the "Constituent Corporations."

RECITALS:

DBA is a corporation duly organized and existing under the laws of the Commonwealth of Florida. The Company is a corporation duly organized and existing under the laws of the State of Delaware.

The boards of directors of the Constituent Corporations deem it advisable for the general welfare and advantage of the Constituent Corporations and their respective shareholders that the Constituent Corporations merge into a single corporation pursuant to this Plan of Merger, and the Constituent Corporations respectively desire to so merge pursuant to this Plan of Merger and pursuant to the applicable provisions of the laws of the State of Florida and the State of Delaware.

NOW, THEREFORE, in consideration of the premises and of the mutual agreements contained herein, the parties agree, in accordance with the applicable provisions of the laws of the State of Florida and the State of Delaware, DBA shall be merged (the "Merger") with and into the Company, which shall continue its corporate existence and be the corporation surviving the Merger (sometimes referred to here as the "Surviving Corporation"), and the parties covenant to observe, keep and perform the terms and conditions of the Merger as set forth below.

ARTICLE I

Effective Time of the Merger

As of June 30, 2003 (the "Effective Time"), the separate existence of DBA shall cease and DBA shall be merged into the Surviving Corporation.

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ARTICLE II

Certificate of Incorporation and Bylaws

At the Effective Time, the certificate of incorporation of the Company shall be the certificate of incorporation of the Surviving Corporation. At the Effective Time, the bylaws of the Company shall be the bylaws of the Surviving Corporation, until the same shall be altered or amended in accordance with the provisions thereof.

ARTICLE III

Directors and Officers

The directors of the Company immediately prior to the Effective Time shall be the directors of the Surviving Corporation until their respective successors are duly elected and qualified. Subject to the authority of the board of directors as provided by law and the bylaws of the Surviving Corporation, the officers of the Company immediately prior to the Effective Time shall be the officers of the Surviving Corporation.

ARTICLE IV

Surrender of Shares in the Merger

Upon the consummation of the Merger at the Effective Time, all shares of capital stock of DBA shall be surrendered to the Company and canceled without consideration.

ARTICLE V

Effect of the Merger

At the Effective Time, the Surviving Corporation shall succeed to, without other transfer, and shall possess and enjoy, all the rights, privileges, immunities, powers and franchises both of a public and private nature, and be subject to all the restrictions, disabilities and duties of each of the Constituent Corporations, and all the rights, privileges, immunities, powers and franchises of each of the Constituent Corporations and all property, real, personal and mixed, and all debts due to either of the Constituent Corporations on whatever account, for stock subscriptions as well as for all other things in action or belonging to each of the corporations, shall be vested in the Surviving Corporation; and all property, rights, privileges, immunities, powers and franchises, and all and every other interest shall be thereafter as effectually the property of the Surviving Corporation as they were of the respective Constituent Corporations, and the title to any real estate vested by deed or otherwise in either of the Constituent Corporations shall not revert or be in any way impaired by reason of the Merger; provided, however, that all the rights of creditors and all liens upon any property of either of the Constituent Corporations shall be preserved unimpaired, limited in lien to the property affected by such liens at the Effective Time, and all debts, liabilities and duties of the Constituent Corporations, respectively, shall from that time forward attach to the Surviving Corporation and may be enforced against it to the same extent as if the debts, liabilities and duties had been incurred or contracted by the Surviving Corporation. As of the Effective Time, the Surviving Corporation shall continue to be governed by the laws of the State of Delaware and its name shall continue to be Titan Systems Corporation.

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ARTICLE VI

Filing of Articles of Merger

After the adoption of the Plan of Merger by the boards of directors of the Constituent Corporations, and subject to the conditions contained in this Plan of Merger, the Articles of Merger shall be signed, verified and delivered to the Department of State of the State of Florida.

Article VII

Termination and Abandonment

This Plan of Merger may be terminated and the Merger abandoned at any time before the Effective Time by action of the Boards of Directors of either of the Constituent Corporations.

Article VIII

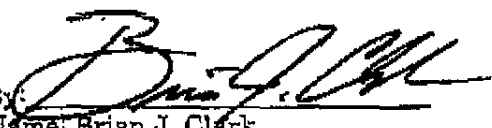
Amendment

Consistent with applicable law, this Plan of Merger may be amended with the approval of the respective Board of Director of the Company and DBA at any time prior to the issuance of the certificate of merger.

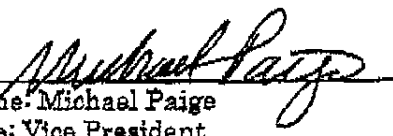
[SIGNATURE PAGE TO FOLLOW]

IN WITNESS WHEREOF, this Plan of Merger has been adopted and approved by all of the directors of each of the Constituent Corporations and each of the Constituent Corporations has caused it to be executed by the signature of the undersigned, all as of the day and year first above written.

DBA SYSTEMS, INC.

By: 
Name: Brian J. Clark
Title: Vice President

THE TITAN CORPORATION

By: 
Name: Michael Paige
Title: Vice President

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The undersigned Assistant Secretary of The Titan Corporation hereby certifies that the Plan of Merger has been adopted pursuant to Section 251(f) of the Delaware General Corporation Law and that no shares of common stock of The Titan Corporation shall be issued or delivered under the Plan of Merger.

IN WITNESS WHEREOF, I have hereunto set my hand this 24TH day of June 2003.

By:

Name: Cheryl L. Barr

Title: Assistant Secretary