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SOUTHERN DISTRICT OF CALIFORNIA
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UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF CALIFORNIA

UNITED STATES OF AMERICA,) Case No. 06CR1380-BEN
)
Plaintiff,) I N F O R M A T I O N
)
v.) Title 15, United States Code,
) Sections 78m(b)(2)(A),
STEVEN LYNWOOD HEAD,) 78m(b)(5), and 78ff --
) Falsifying the Books, Records
Defendant.) and Accounts of an Issuer of
) Securities

The United States Attorney charges, at all times relevant to
this information:

COUNT ONE

(15 U.S.C. §§ 78m(b)(2)(A), 78m(b)(5), and 78ff

FALSIFICATION OF BOOKS, RECORDS AND ACCOUNTS OF AN ISSUER)

1. Titan Corporation was a publicly traded corporation
headquartered in San Diego, California. Titan Corporation and
certain of its subsidiaries, including Titan Wireless, Inc., Titan
Africa, Inc., and Titan Africa, S.A. (hereinafter collectively
referred to as "TITAN"), were engaged in, among other things, the
business of developing and constructing wireless telephone systems
for certain developing nations. Titan Wireless, Titan Africa,
Inc., and Titan Africa, S.A., although separately

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1 incorporated, shared employees, officers, and personnel with Titan
2 Corporation.

3 2. Titan Corporation was an "issuer" of securities within
4 the meaning of the Securities and Exchange Act of 1934, and, as
5 such, was subject to the provisions of the Foreign Corrupt
6 Practices Act of 1977, 15 U.S.C. §§ 78dd-1 et seq., including its
7 accounting provisions, 15 U.S.C. § 78m(b).

8 3. From 1998 to 2002, Defendant STEVEN LYNWOOD HEAD
9 ("Defendant") was employed by TITAN as an Assistant to the CEO of
10 Titan Corporation and, later, as President and CEO of Titan Africa,
11 Inc. Beginning in late 1999, Defendant acted as the program
12 manager of TITAN's business activities in Benin.

13 4. In 1998, TITAN embarked on a project to develop a
14 telephone system in the African nation of the Republic of Benin and
15 to generate revenue from operating the system for a number of
16 years.

17 5. In 1998, Defendant and other TITAN personnel traveled to
18 Benin and discussed the project with the Benin Minister of
19 Telecommunications and the Director General of the Postal and
20 Telecommunications Office of the Republic of Benin ("OPT"), an
21 office under the Benin Ministry of Telecommunications. During this
22 visit Defendant was introduced to a Beninese national ("The Benin
23 Agent") who could act as a sales agent for TITAN and who had a
24 substantial relationship with the President of Benin.

25 6. In 1999, TITAN entered into a Consulting Agreement with
26 the Benin Agent making him TITAN's agent in Benin. Prior to
27 TITAN's engagement of the Benin Agent, Defendant was aware that the
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1 Benin Agent had a substantial relationship with the Benin Head of
2 State.

3 7. In 1999, with the consent of the OPT, TITAN acquired the
4 rights to develop and operate, among other things, a wireless
5 telephone system in Benin. TITAN also entered into an agreement
6 with the OPT, known as the "BCT Contract," under which TITAN would
7 build, among other things, a wireless telephone network that would
8 be transferred to the OPT after TITAN was paid in full for
9 equipment and services provided by TITAN. Under the BCT contract,
10 the OPT had to obtain sites for telecommunications facilities, to
11 secure authorization for use of specific wireless frequencies, and
12 to assist in obtaining an exoneration of all customs, duties and
13 taxes on equipment and products which TITAN imported into Benin for
14 the BCT project.

15 8. The BCT Contract required that a supervisory group known
16 as the BCT Steering Committee be established to supervise the
17 project. This Committee consisted of Defendant, several senior
18 officers of TITAN, the Benin Agent, and the Director General of the
19 OPT. The Steering Committee met either in the United States or in
20 Paris, France, approximately one time every three months between
21 February 2000 and March 2001.

22 9. TITAN's agreements with the OPT required that TITAN pay
23 "part of its profits as subsidies for development" of certain
24 "sectors" in Benin, such as health, education, and agriculture.
25 TITAN was to determine the practical methods of carrying out these
26 subsidies in consultation with the Benin cabinet departments
27 responsible for those sectors. These subsidies were referred to
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1 as "social payments." As of December 2000, the BCT Contract had
2 not generated profits for TITAN.

3 10. In or about December 2000, the Benin Agent and the
4 Director General of the OPT solicited money from TITAN under the
5 guise of "advanced social payments," and stated that the money had
6 to be paid before the next presidential election in Benin, set for
7 March 2001. At the time of this solicitation, Defendant and other
8 TITAN employees knew that the social payments were not yet due
9 under the terms of TITAN's agreements with the OPT, nor had there
10 been any coordination or consultation with Benin cabinet
11 departments, as required under TITAN's contracts. Defendant also
12 believed that the so-called "social payments" solicited by the
13 Benin Agent and the Director General of OPT would not be used in
14 their entirety for the purposes identified in TITAN's agreements
15 with the OPT. Nevertheless, Defendant at the direction of a senior
16 officer of TITAN caused the requested payments to be made to the
17 Benin Agent by means of a false invoice.

18 11. On or about January 22, 2001, within the Southern
19 District of California, Defendant STEVEN LYNWOOD HEAD knowingly and
20 willfully falsified a book, record and account of an "issuer" under
21 the federal securities laws, that is, Defendant caused the
22 submission to TITAN of an invoice on the Benin Agent's letterhead
23 totaling \$1,980,450, which did not mention "social payments" or
24 "subsidies," but instead, as Defendant knew, falsely stated that
25 TITAN owed monies to the Benin Agent for consulting services
26 allegedly performed.

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1 All in violation of Title 15, United States Code, Sections
2 78m(b) (2) (A), 78m(b) (5) and 78ff.

3 Dated: 6/22/06
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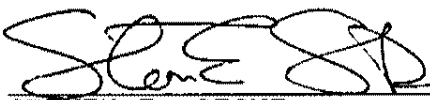
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