

Great Lakes Dredge & Dock CORP  
Form 8-K/A  
August 17, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

(Amendment No. 1)

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 30, 2004

**Great Lakes Dredge & Dock Corporation**

(Exact name of Registrant as specified in its charter)

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(State or other jurisdiction of Incorporation or Organization)	(Commission File Number) 2122 York Road	(I.R.S. Employer Identification No.)
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Oak Brook, Illinois 60523

(Address of Principal Executive Offices)

(630) 574-3000

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Preliminary Note:**

On October 5, 2004, Great Lakes Dredge & Dock Corporation (the Company ) filed a Current Report on Form 8-K (the Original Form 8-K ). Attached as Exhibit 10.2 to the Original Form 8-K was a copy of the Company s First Amendment to Third Amended and Restated Underwriting and Continuing Indemnity Agreement (the Agreement ), dated as of September 30, 2004, by and among the Company, certain of its subsidiaries, Travelers Casualty and Surety Company and Travelers Casualty and Surety Company of America. The exhibits to the Agreement were inadvertently not included with the Agreement, as filed with the Original Form 8-K. A complete, executed copy of the Agreement, including all exhibits, is being filed as Exhibit 10.2 to this Current Report on Form 8-K/A (the Amendment ).

The Company is filing the Amendment for the sole purpose of adding the exhibits to the Agreement. In all other respects, the Original Form 8-K remains the same. The information previously reported in the Original Form 8-K is hereby incorporated by reference into the Amendment except to the extent such information is amended by this Amendment.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following exhibit is furnished herewith:

- 10.2 First Amendment to Third Amended and Restated Underwriting and Continuing Indemnity Agreement, dated as of September 30, 2004, by and among Great Lakes Dredge & Dock Corporation, certain of its subsidiaries, Travelers Casualty and Surety Company and Travelers Casualty and Surety Company of America.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GREAT LAKES DREDGE & DOCK CORPORATION

Date: August 17, 2010

/s/ Deborah A. Wensel  
Deborah A. Wensel  
Senior Vice President  
and Chief Financial Officer

**EXHIBIT INDEX**

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