**VSE CORP** Form 4 May 18, 2007

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number:

Check this box if no longer subject to Section 16.

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Expires: 2005 Estimated average burden hours per 0.5 response...

**OMB APPROVAL** 

3235-0287

January 31,

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * DACUS THOMAS G		ng Person *	2. Issuer Name and Ticker or Trading Symbol VSE CORP [VSEC]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)		
2550 HUNTINGTON AVENUE		ENUE	(Month/Day/Year) 05/16/2007	Director 10% Owner Symbol Officer (give title Other (specify below) Executive Vice President		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ALEXANDRIA, VA 22303			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Table	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securitie Transaction(A) or Disp Code (Instr. 3, 4 (Instr. 8)		(A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock, par value \$.05 per share	05/16/2007		M	2,000	A	\$ 10.74	2,000	D	
Common Stock, par value \$.05 per share	05/16/2007		M	9,000	A	\$ 12.82	11,000	D	
Common Stock, par value \$.05 per share	05/16/2007		M	5,000	A	\$ 25.17	16,000	D	

Common Stock, par value \$.05 per share	05/16/2007	S	16,000	D	\$ 56.75	0	D	
Common Stock, par value \$.05 per share	05/17/2007	M	1,750	A	\$ 25.17	1,750	D	
Common Stock, par value \$.05 per share	05/17/2007	S	100	D	\$ 55.42	1,650	D	
Common Stock, par value \$.05 per share	05/17/2007	S	107	D	\$ 55.47	1,543	D	
Common Stock, par value \$.05 per share	05/17/2007	S	540	D	\$ 55.46	1,003	D	
Common Stock, par value \$.05 per share	05/17/2007	S	603	D	\$ 55.29	400	D	
Common Stock, par value \$.05 per share	05/17/2007	S	400	D	\$ 56.75	0	D	
Common Stock, par value \$.05 per share						95	I	By spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	onof Derivative	Expiration Date	<b>Underlying Securities</b>	Dei
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(In
	Derivative				(A) or			
	Security				Disposed of			

(9-02)

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(D)
(Instr. 3, 4,
and 5)

			a	nd 5)					
			Code V (.	A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 10.74	05/16/2007	M	2,000	<u>(1)</u>	12/31/2007	Common Stock, par value \$.05 per share	2,000	\$
Stock Option (right to buy)	\$ 12.82	05/16/2007	M	9,000	(2)	12/31/2008	Common Stock, par value \$.05 per share	9,000	\$
Stock Option (right to buy)	\$ 25.17	05/16/2007	M	5,000	(3)	12/31/2009	Common Stock, par value \$.05 per share	5,000	\$
Stock Option (right to buy)	\$ 25.17	05/17/2007	М	1,750	(3)	12/31/2009	Common Stock, par value \$.05 per share	1,750	\$

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

DACUS THOMAS G 2550 HUNTINGTON AVENUE ALEXANDRIA, VA 22303

**Executive Vice President** 

# **Signatures**

Thomas G. 05/18/2007 Dacus

\*\*Signature of Date
Reporting Person

# **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The option became exercisable in four equal annual installments commencing on the grant date (01/01/2003).

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- (2) The option became exercisable in four equal annual installments commencing on the grant date (01/01/2004).
- (3) The option became exercisable in four equal annual installments commencing on the grant date (01/01/2005).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.