

VSE CORP
Form 4
May 18, 2007

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DACUS THOMAS G

(Last) (First) (Middle)

2550 HUNTINGTON AVENUE

(Street)

ALEXANDRIA, VA 22303

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
VSE CORP [VSEC]

3. Date of Earliest Transaction
(Month/Day/Year)
05/16/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
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

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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.

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(9-02)

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

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

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)							Common Stock, par value \$.05 per share	2,000
\$ 10.74					(1)	12/31/2007		\$
2,000								
Stock Option (right to buy)							Common Stock, par value \$.05 per share	9,000
\$ 12.82					(2)	12/31/2008		\$
9,000								
Stock Option (right to buy)							Common Stock, par value \$.05 per share	5,000
\$ 25.17					(3)	12/31/2009		\$
5,000								
Stock Option (right to buy)							Common Stock, par value \$.05 per share	1,750
\$ 25.17					(3)	12/31/2009		\$
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.
Dacus 05/18/2007

**Signature of Reporting Person Date

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.

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