Smeraglinolo Anthony Form 3/A January 07, 2009

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

**OMB APPROVAL** 

**OMB** Number:

3235-0104

Expires:

response...

January 31, 2005

0.5

Estimated average burden hours per

INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person \*

À Smeraglinolo Anthony

(Last) (First) (Middle)

3190 FAIRVIEW PARK DRIVE, Â SUITE 700

(Street)

**FALLS** CHURCH. VAÂ 22042

> (City) (State) (Zip)

1. Title of Security (Instr. 4)

Statement

(Month/Day/Year)

12/29/2008

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

DYNCORP INTERNATIONAL INC. [DCP]

4. Relationship of Reporting

Person(s) to Issuer

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

01/02/2009

(Check all applicable)

Director Officer (give title below) (specify below)

10% Owner \_\_X\_\_ Other President, ISS Division

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 Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

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

SEC 1473 (7-02)

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

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

4. Conversion or Exercise Price of

5. Ownership Form of Derivative

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable **Expiration Title** Date

Amount or Number of Shares

Derivative Security

Security: Direct (D) or Indirect (I)

(Instr. 5)

Restricted Stock Units  $\underline{\text{(1)}}$  12/29/2011  $\hat{A}$   $\underline{\text{(2)}}$  Common Stock 17,500 \$\frac{\(\omega\)}{2}\$ D  $\hat{A}$ 

## **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Smeraglinolo Anthony

3190 FAIRVIEW PARK DRIVE Â Â Â President, ISS Division

FALLS CHURCH, VAÂ 22042

# **Signatures**

Anthony Smeraglinolo 01/07/2009

\*\*Signature of Date
Reporting Person

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Restricted Stock Units (RSUs) were omitted from original filing through administrative error.
- (2) Not applicable.
- (3) All RSUs vest on 12/29/11, subject to reporting person's continued employment on that date. If not so vested, the RSUs are forfeited. Vested RSUs will be converted into cash or shares of common stock, at the issuer's option, at no cost to the reporting person.

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.

Reporting Owners 2