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MCKEON I Form 4											
June 26, 200 FORM Check th if no lon subject to Section Form 4 Form 5 obligation may cor <i>See</i> Insta 1(b).	A 4 UNITED his box ager to 16. or Filed pur Section 17(IENT OF suant to S a) of the P	Wa CHAN ection 1 Public U	shington IGES IN SECUI 6(a) of th tility Hol	, D.C. 20 BENEF RITIES ne Securit	549 ICIA ies E	LOWI Exchange	COMMISSION NERSHIP OF e Act of 1934, f 1935 or Section 0	OMB Number: Expires: Estimated a burden hou response	rs per	
(Print or Type	Responses)										
I			2. Issuer Name and Ticker or Trading Symbol DYNCORP INTERNATIONAL INC. [DCP]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
	(First) (1 FAS CAPITAL MENT, 590 MAE			f Earliest T Day/Year) 009	ransaction			X Director Officer (give below)	title Other below)		
NEW YOR	(Street) RK, NY 10022			endment, D nth/Day/Yea	ate Origina r)	1		6. Individual or Jo Applicable Line) _X_ Form filed by O Form filed by M	One Reporting Pe	rson	
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Secur	ities Aca	Person uired, Disposed of	. or Beneficial	lv Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ed Date, if	3.	4. Securit on(A) or Dis (Instr. 3, 4	ies Ac sposed	equired l of (D)	5. Amount of	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Class A common stock, par value \$.01 per share	06/24/2009			S <u>(1)</u>		D	\$	31,836,734	I <u>(3)</u>	See Footnote (3)	
Class A common stock, par value \$.01 per share	06/25/2009			S <u>(1)</u>	20,000	D	\$ 16.21 (4)	31,816,734	I <u>(3)</u>	See Footnote (3)	

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Class A								
common					\$			See
stock, par 06/26/2	009	S (1)	20,000	D	15.91	31,796,734	I <u>(3)</u>	Footnote
value \$.01					(5)			(3)
per share								

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

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 Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. onNumber	6. Date Exer Expiration D		7. Title Amoun		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	()	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/		Underly Securiti	ying	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title I	Amount or Number of Shares		

Reporting Owners

Reporting Own	Relationships						
	Director	10% Owner	Officer	Other			
MCKEON ROBERT C/O VERITAS CAPI 590 MADISON AVE NEW YORK, NY 100	Х	Х					
Signatures							
/s/ Robert B. McKeon	06/26/2009						
<u>**</u> 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).

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- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on February 13, 2009.
- This transaction was executed in multiple trades at prices ranging from \$16.33 to \$16.84. The price reported above reflects the weighted
 (2) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

31,541,434 shares of Class A common stock (the "Shares"), par value \$.01 per share, of DynCorp International Inc. are held by DIV Holding LLC. DIV Holding LLC has the power to dispose of and the power to vote the Shares, which power may be exercised by its manager, The Veritas Capital Fund II, L.P. Veritas Capital Management II, L.L.C. is the general partner of The Veritas Capital Fund II,

- (3) Interventes capital rand if, D.F. Ventas capital Management if, D.E. is the general parties of the Ventas capital rand if, L.P. Robert B. McKeon (the "Reporting Person") is the managing member of Veritas Capital Management II, L.L.C. The Reporting Person disclaims beneficial ownership except to the extent of his direct ownership and his indirect pecuniary ownership in DIV Holding LLC.
- This transaction was executed in multiple trades at prices ranging from \$15.99 to \$16.43. The price reported above reflects the weighted
 (4) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

This transaction was executed in multiple trades at prices ranging from \$15.60 to \$16.24. The price reported above reflects the weighted
 (5) average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

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.