MANTECH INTERNATIONAL CORP Form 10-Q/A August 19, 2005

UNITED STATES

	SECURITIES AND EXCHANGE COMMISSION
	WASHINGTON, D.C. 20549
	FORM 10-Q/A
	Amendment No. 1
(Mar	k One)
X	QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For t	he quarterly period ended June 30, 2005
	or
•	TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934
For t	he transition period from to
	Commission File No. 000-49604

ManTech International Corporation

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(Exact name of registrant as specified in its charter)

	
Delaware (State or other jurisdiction of	22-1852179 (I.R.S. Employer
incorporation or organization)	Identification No.)
12015 Lee Jackson Highway, Fairfax, VA (Address of principal executive offices)	22033 (Zip Code)
(703) 218	8-6000
(Registrant s telephone nur	mber, including area code)
Indicate by check mark whether the registrant (1) has filed all reports requot 1934 during the preceding 12 months (or for such shorter period that the such filing requirements for the past 90 days. x Yes "No	

Indicate by check mark whether the registrant is an accelerated filer (as defined in Rule 12b-2 of the Exchange Act). x Yes "No

As of July 28, 2005, there were issued and outstanding 17,841,721 shares of our Class A Common Stock and 15,065,293 shares of our Class B Common Stock.

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Explanatory Note

On August 5, 2005, ManTech International Corporation (the Company) filed its Quarterly Report on Form 10-Q for its quarter ended June 30, 2005 (the Form 10-Q). The Company is filing this Amendment No. 1 to our Form 10-Q solely to include the additional certification of the Chief Financial Officer to include in paragraph 4 certain statements regarding internal controls over financial reporting that were inadvertently omitted from the certification previously filed.

Rule 12b-15 under the Exchange Act provides that any amendment to a report required to be accompanied by certifications specified in Rule 13(a)-14(b) or 15d-14(b) must be accompanied by new certifications of the principal executive officer and principal financial officer. These certifications, which are unchanged from the certifications as originally filed with the Form 10-Q, are therefore also included as Exhibit 32.1.

This Amendment No. 1 does not reflect events occurring after the filing of the Form 10-Q and, other than the filing of the aforementioned certification, does not modify or update the disclosure in the original Form 10-Q in any way.

SIGNATURES

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, thereunto duly authorized.

Mantech International Corporation

Date: August 19, 2005 By: /s/ RONALD R. SPOEHEL

Name: Ronald R. Spoehel
Title: Executive Vice President,

Chief Financial Officer and Director

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