

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K/A

Amendment No. 1

ANNUAL REPORT
PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Annual Report Pursuant to Section 15(d) of the Securities
Exchange Act of 1934
For the fiscal year ended December 27, 1996

OR

Transition Report Pursuant to Section 15(d) of the Securities
Exchange Act of 1934
For the transition period _____

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the Trustees of the VSE Corporation Employee ESOP/401(k) Plan have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

VSE CORPORATION EMPLOYEE ESOP/401(k) PLAN

Date: September 19, 1997 By: /s/ M. A. Robin

M. A. Robin
Senior Vice President
VSE Corporation

CONSENT OF INDEPENDENT PUBLIC ACCOUNTANTS

As independent public accountants, we hereby consent to the incorporation of our report included in this Form 11-K A, into VSE Corporation's previously filed Registration Statement on Form S-8, File No. 333-15311.

Washington, D.C.
September 19, 1997

By: /s/ Arthur Andersen LLP
