

FORM 4

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

OMB APPROVAL	
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * KNOWLTON JAMES M			2. Issuer Name and Ticker or Trading Symbol VSE CORP [VSEC]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ Executive Vice President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 05/12/2005			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street) 2550 HUNTINGTON AVENUE			4. If Amendment, Date Original Filed (Month/Day/Year)					
(City) (State) (Zip) ALEXANDRIA, VA 22303			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	05/12/2005		M		100	A	\$ 5.77	15,859	D	
Common Stock, par value \$.05 per share	05/12/2005		S		100	D	\$ 31.45	15,759	D	
Common Stock, par value \$.05 per share	05/16/2005		M		5,210	A	\$ 5.77	20,969	D	
Common Stock, par value \$.05 per share	05/16/2005		S		900	D	\$ 31.50	20,069	D	
Common Stock, par value \$.05 per share	05/16/2005		S		4,310	D	\$ 31.45	15,759	D	
Common Stock, par value \$.05 per share	05/17/2005		M		245	A	\$ 5.77	16,004	D	
Common Stock, par value \$.05 per share	05/17/2005		S		245	D	\$ 31.45	15,759	D	
Common Stock, par value \$.05 per share								13,837	I	Employee benefit plan

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

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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 (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V		Date Exercisable	Expiration Date						Amount or Number of Shares
Stock Option (right to buy)	\$ 5.77	05/12/2005		M		100	01/01/2001	12/31/2005	Common Stock, par value \$.05 per share	100	\$ 5.77	36,400	D	
Stock Option (right to buy)	\$ 5.77	05/16/2005		M		900	01/01/2001	12/31/2005	Common Stock, par value \$.05 per share	900	\$ 5.77	35,500	D	
Stock Option (right to buy)	\$ 5.77	05/16/2005		M		4,310	01/01/2001	12/31/2005	Common Stock, par value \$.05 per share	4,310	\$ 5.77	31,190	D	

Stock Option (right to buy)	\$ 5.77	05/17/2005		M			245	01/01/2001	12/31/2005	Common Stock, par value \$.05 per share	245	\$ 5.77	30,945	D	
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KNOWLTON JAMES M 2550 HUNTINGTON AVENUE ALEXANDRIA, VA 22303			Executive Vice President	

Signatures

James M. Knowlton		05/18/2005
<small>**Signature of Reporting Person</small>		<small>Date</small>

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).

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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