

DIPENTIMA RENATO A
Form 4
November 14, 2005

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, 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 *
DIPENTIMA RENATO A

2. Issuer Name and Ticker or Trading Symbol
SRA INTERNATIONAL INC
[SRX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
11/10/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
President and CEO

C/O SRA INTERNATIONAL INC, 4350 FAIR LAKES COURT

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

FAIRFAX, VA 22033

(City) (State) (Zip)

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		
Class A Common Stock	11/10/2005		M		20,616 A \$ 4.25	0 ⁽¹⁾	D
Class A Common Stock	11/10/2005		M		11,884 A \$ 5.0745	0 ⁽¹⁾	D
Class A Common Stock	11/10/2005		S		32,500 ₍₅₎ D \$ 30.5018	0 ⁽¹⁾	D
Class A Common Stock	11/14/2005		M		20,500 A \$ 5.0745	0 ⁽¹⁾	D

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Common Stock									
Class A Common Stock	11/14/2005		S	32,500 <u>(5)</u>	D	\$ 32	33,672 <u>(2)</u>	D	
Class A Common Stock							10,000 <u>(2)</u>	I	By GRAT
Class A Common Stock							1,482	I	By 401(k)

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

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(9-02)

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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 4.25	11/10/2005		M	20,616	<u>(3)</u>	06/30/2016	Class A Common Stock	20,616
Stock Option (Right to Buy)	\$ 5.0745	11/10/2005		M	11,884	<u>(4)</u>	12/21/2016	Class A Common Stock	58,822
Stock Option (Right to Buy)	\$ 5.0745	11/14/2005		M	20,500	<u>(4)</u>	12/21/2016	Class A Common Stock	46,938

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DIPENTIMA RENATO A C/O SRA INTERNATIONAL INC 4350 FAIR LAKES COURT FAIRFAX, VA 22033			President and CEO	

Signatures

/s/ Charles G. Crotty, attorney-in-fact for Renato A. DiPentima	11/14/2005
__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).
- (1) Not applicable.
- (2) Reflects a transfer of 12,000 shares from the GRAT to the Reporting Person on November 1, 2005.
- (3) This stock option is fully exercisable.
- (4) The stock options exercised were fully exercisable. The 14,706 unvested options associated with this grant will vest on December 21, 2005.
- (5) This transaction was effected pursuant to an existing trading plan complying with Rule 10b5-1 promulgated under the Securities Exchange Act of 1934, as amended.

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.