SM&A Form 4 September 20, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

**OMB** 

**OMB APPROVAL** 

Number:

5. Relationship of Reporting Person(s) to

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

Check this box

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

See Instruction

1. Name and Address of Reporting Person \*

1(b).

(Print or Type Responses)

MYERS ST	ΓEVEN S		Symbol SM&A	[WINS]				Issuer (Cho	eck all applicab	Io)
(Last) 4695 MAC FLOOR	(First) (	Middle)	3. Date of (Month/D 09/18/2)	• .	ransaction			Director Officer (gives	_X_ 10	0% Owner her (specify
NEWPOPT	(Street)  T BEACH, CA 92	2660		ndment, D nth/Day/Yea	ate Original	1		6. Individual or Applicable Line) _X_ Form filed by Form filed by	•	Person
(City)	(State)	(Zip)	Tabl	e I - Non-l	Derivative :	Securi	ities Acc	Person  quired, Disposed	of, or Beneficia	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic Code (Instr. 8)	4. Securit or(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common				Couc V	Amoulit	(D)				Steven S. Myers Revocable Trust and
Common Stock	09/18/2007			S	50,000	D	\$ 6.32	3,018,776 (1)	I	Steven S. Myers

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

Myers Grantor Retained Annuity Trust

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities	;		(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or Number		
						Exercisable Date		of			
				Code V	(A) (D)				Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
MYERS STEVEN S							
4695 MACARTHUR COURT 8TH FLOOR		X					

### **Signatures**

/s/ Irma Y. Eggert, by Power of Attorney

NEWPORT BEACH, CA 92660

09/20/2007 Date

\*\*Signature of Reporting Person

# **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).

This represents: (i) 1,000,000 shares of the Company's common stock held in the Steven S. Myers Grantor Retained Annuity Trust; (ii)

(1) 2,007,109 shares of the Company's common stock held in the Steven S. Myers Revocable Trust; and (iii) 11,667 shares owned beneficially and of record by Melissa Myers, Mr. Myers daughter. Ms. Myers is economically dependent on Mr. Myers and, as a result, Mr. Myers holds an indirect beneficial ownership interest in such shares.

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.

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