

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

SCHEDULE 13D  
(Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED  
PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO  
FILED PURSUANT TO RULE 13d-2(a)

(Amendment No. 6)

Telos Corporation

-----  
(Name of Issuer)

12% Cumulative Exchangeable Redeemable Preferred Stock,  
Par Value \$0.01 Per Share

-----  
(Title of Class of Securities)

87969B200

-----  
(CUSIP Number of Class of Securities)

Wynnefield Partners Small Cap Value, L.P.  
450 Seventh Avenue, Suite 509  
New York, New York 10123  
Attention: Mr. Nelson Obus

-----  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

Copy to:

Jeffrey S. Tullman, Esq.  
Kane Kessler, P.C.  
1350 Avenue of the Americas, 26th Floor  
New York, New York 10019  
(212) 541-6222

May 26, 2006

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(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a Statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this Schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box [ ]

(continued on following pages)

(Page 1 of 12 pages)

-----  
CUSIP No. 87969B200

13D

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1. NAME OF REPORTING PERSON:

Wynnefield Partners Small Cap Value, L.P.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-3688497

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a)

(b)

3. SEC USE ONLY

4. SOURCE OF FUNDS

WC (SEE ITEM 3)

5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2(d) OR 2(e)

6. CITIZENSHIP OR PLACE OF ORGANIZATION



- 1. NAME OF REPORTING PERSON:  
Wynnefield Partners Small Cap Value, L.P. I  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 13-3953291  
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  - 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  [X]  
(b)  [ ]  
-----
  - 3. SEC USE ONLY  
-----
  - 4. SOURCE OF FUNDS  
WC (SEE ITEM 3)  
-----
  - 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2(d) OR 2(e)  
-----
  - 6. CITIZENSHIP OR PLACE OF ORGANIZATION  
DELAWARE  
-----
- |  |  |   |
|--|--|---|
| NUMBER OF<br>SHARES<br>BENEFICIALLY<br>OWNED BY<br>EACH<br>REPORTING<br>PERSON<br>WITH |  | <ul style="list-style-type: none"> <li>7. SOLE VOTING POWER<br/>142,800 shares (See Item 5)<br/>-----</li> <li>8. SHARED VOTING POWER<br/>-0- (See Item 5)<br/>-----</li> <li>9. SOLE DISPOSITIVE POWER<br/>142,800 shares (See Item 5)<br/>-----</li> <li>10. SHARED DISPOSITIVE POWER<br/>-0- (See Item 5)<br/>-----</li> </ul> |
|--|--|---|
- 11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
142,800 shares (See Item 5)  
-----
  - 12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
 [ ]  
-----
  - 13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
4.5% (See Item 5)  
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  - 14. TYPE OF REPORTING PERSON  
PN  
-----

- 1. NAME OF REPORTING PERSON:  
Channel Partnership II, L.P.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 22-3215653  
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  - 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)  [X]  
(b)  [ ]  
-----
  - 3. SEC USE ONLY  
-----
  - 4. SOURCE OF FUNDS  
WC (SEE ITEM 3)  
-----
  - 5. CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS  
2(d) OR 2(e)  
-----
  - 6. CITIZENSHIP OR PLACE OF ORGANIZATION  
NEW YORK  
-----
- |  |  |   |
|--|--|---|
|  |  | <ul style="list-style-type: none"> <li>7. SOLE VOTING POWER<br/>13,500 shares (See Item 5)</li> </ul> |
|--|--|---|







NUMBER OF	8.	SHARED VOTING POWER
SHARES	-0-	(See Item 5)
BENEFICIALLY		
OWNED BY	9.	SOLE DISPOSITIVE POWER
EACH	85,400	shares (See Item 5)(1)
REPORTING		
PERSON	10.	SHARED DISPOSITIVE POWER
WITH	-0-	(See Item 5)

11. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
85,400 shares (See Item 5)(1)

12. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES  
[ ]

13. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
2.7% (See Item 5)(1)

14. TYPE OF REPORTING PERSON  
CO

(1) Wynnefield Capital, Inc. as the sole investment manager of Wynnefield Small Cap Value Offshore Fund, Ltd., holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Small Cap Value Offshore Fund, Ltd.

This Amendment No. 6 (the "Amendment") amends the Statement of Beneficial Ownership on Schedule 13D, filed with the Securities and Exchange Commission (the "Commission") on February 9, 2006 which amended the previous Statements of Beneficial Ownership on Schedule 13D (the "Wynnefield Schedule 13D"), filed by Wynnefield Partners Small Cap Value, L.P. (the "Partnership"), Wynnefield Small Cap Value Offshore Fund, Ltd. (the "Fund"), Wynnefield Partners Small Cap Value, L.P. I (the "Partnership-I") and Channel Partnership II, L.P. ("Channel" and, collectively with the Partnership, the Fund, the Partnership-I and Channel, the "Wynnefield Reporting Persons"), with respect to the shares of 12% Cumulative Exchangeable Redeemable Preferred Stock, par value \$0.01 per share (the "Preferred Shares"), of Telos Corporation, a Maryland corporation with its principal executive offices located at 19886 Ashburn Road, Ashburn, Virginia 20147-2358 (the "Issuer"). In addition to the Original Reporting Persons, this Amendment is filed by and on behalf of Wynnefield Capital Management, LLC ("WCM"), Wynnefield Capital, Inc. ("WCI"), Nelson Obus ("Mr. Obus") and Joshua H. Landes. The information contained in this Amendment is as of the date hereof, unless otherwise expressly provided herein.

ITEM 4. PURPOSE OF TRANSACTION.

"Item 4. Purpose of Transaction." appearing in the Wynnefield Schedule 13D is supplemented by adding the following disclosure to the end of such item:

On May 16, 2006, the Circuit Court for Baltimore City in the State of Maryland (the "Court") granted the Partnership's Motion for Leave to Intervene and was added as a plaintiff to that certain lawsuit commenced by Costa Brava Partnership III, LP ("Costa Brava") against the Issuer, each director of the Issuer, and certain of the Issuer's executive officers (the "Lawsuit"). On May 26, 2006, in connection with the Lawsuit, Costa Brava and the Partnership filed a Motion for Preliminary Injunction asking the Court to enter a preliminary injunction against the Issuer and the other defendants in the Lawsuit and their agents barring them from selling or otherwise disposing of Xacta Corporation ("Xacta"), a wholly-owned subsidiary of the Issuer, or any of the assets of Xacta, until the Lawsuit is resolved on the merits. A copy of the Motion for Preliminary Injunction filed by Costa Brava and the Partnership, through their respective counsel, is incorporated herein by reference to Exhibit 99.2 of the Amendment (the "Motion for Preliminary Injunction"). A copy of the Memorandum of Points and Authorities in Support of Motion for Preliminary Injunction filed by Costa Brava and the Partnership, through their respective counsel, is incorporated herein by reference to Exhibit 99.3 of the Amendment (the "Memorandum of Points and Authorities"). Any descriptions herein of the Motion for Preliminary Injunction and the Memorandum of Points and Authorities are qualified in their entirety by reference to the Motion for Preliminary Injunction and the Memorandum of Points and Authorities respectively.

As of the date of this Amendment No. 6, except as set forth above and in the Motion for Preliminary Injunction and in the Memorandum of Points and Authorities, and as otherwise set forth in the Schedule, none of the Wynnefield

Reporting Persons has any present plans or intentions which would result in or relate to any of the transactions described in subparagraphs (a) through (j) of Item 4 of the instructions to Schedule 13D.

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ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

The following exhibit is filed as part of this Amendment:

Exhibit 99.2 Motion for Preliminary Injunction filed in the Circuit Court for Baltimore City in the State of Maryland on May 26, 2006 (incorporated herein by reference to Exhibit 99.11 of Amendment No. 11 to the Statement of Beneficial Ownership on Schedule 13D, filed by the Costa Brava Reporting Persons with the Securities and Exchange Commission on June 2, 2006 (File No. 005-34123)).

Exhibit 99.3 Memorandum of Points and Authorities in Support of Motion for Preliminary Injunction filed in the Circuit Court for Baltimore City in the State of Maryland on May 26, 2006 (incorporated herein by reference to Exhibit 99.12 of Amendment No. 11 to the Statement of Beneficial Ownership on Schedule 13D, filed by the Costa Brava Reporting Persons with the Securities and Exchange Commission on June 2, 2006 (File No. 005-34123)).

SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this Amendment is true, complete and correct.

Dated: June 5, 2006

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P.

By: Wynnefield Capital Management, LLC,  
its General Partner

By: /s/ Nelson Obus  
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Nelson Obus, Co-Managing Member

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WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I

By: Wynnefield Capital Management, LLC,  
its General Partner

By: /s/ Nelson Obus  
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Nelson Obus, Co-Managing Member

WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.

By: Wynnefield Capital, Inc.,  
its Investment Manager

By: /s/ Nelson Obus  
-----  
Nelson Obus, President

WYNNEFIELD CAPITAL MANAGEMENT, LLC

By: /s/ Nelson Obus  
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WYNNEFIELD CAPITAL, INC.

By: /s/ Nelson Obus

-----  
Nelson Obus, President

CHANNEL PARTNERSHIP II, L.P.

By: /s/ Nelson Obus

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Nelson Obus, General Partner

/s/ Nelson Obus

-----  
Nelson Obus, Individually

/s/ Joshua H. Landes

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Joshua H. Landes, Individually