

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Marino Robert _____ (Last) (First) (Middle) C/O TELOS CORPORATION, 19886 ASHBURN ROAD _____ (Street) ASHBURN VA 20147-2358 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol TELOS CORP [TLSRP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) EVP for Development		
			3. Date of Earliest Transaction (Month/Day/Year) 10/30/1990					
			4. If Amendment, Date of Original Filed (Month/Day/Year)					
			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					

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	05/11/1993		X		100	A	\$1.42	100	D	
Class A Common Stock	12/23/1993		P		121,952	A	\$1	122,052	D	
Class A Common Stock	04/28/2000		G		80,000	D	\$1	42,052	D	
Class A Common Stock	05/03/2000		G		10,000	D	\$1	32,052	D	
Class A Common Stock	07/10/2001		G		10,000	D	\$1	22,052	D	
Class A Common Stock	01/17/2002		G		10,000	D	\$1	12,052	D	
Class A Common Stock	04/30/2003		G		10,000	D	\$1	2,052	D	

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock option (right to buy)	\$1.42	10/30/1990		A		125,000		10/29/1991 ⁽¹⁾	10/29/2000	Class A Common Stock	125,000	\$0	125,000	D	
Stock option (right to buy)	\$1.42	04/01/1991		A		40,000		03/31/1992 ⁽²⁾	03/31/2001	Class A Common Stock	40,000	\$0	40,000	D	
Stock option (right to buy)	\$1.42	05/11/1993		X			100	10/29/1991	10/29/2000	Class A Common Stock	100	\$1.42	124,900	D	
Stock option (right to buy)	\$0.95	05/31/1996		A		167,500		05/31/1996 ⁽³⁾	05/31/2006	Class A Common Stock	167,500	\$0	167,500	D	
Stock option (right to buy)	\$1.01	02/10/1997		A		167,500		02/10/1997 ⁽⁴⁾	02/10/2007	Class A Common Stock	167,500	\$0	167,500	D	
Stock option (right to buy)	\$1.07	05/11/1998		A		320,000		05/11/1998 ⁽⁵⁾	05/11/2008	Class A Common Stock	320,000	\$0	320,000	D	
Stock option (right to buy)	\$1.07	05/28/1998		A		42,000		05/28/1998 ⁽⁶⁾	05/28/2008	Class A Common Stock	42,000	\$0	42,000	D	
Stock option (right to buy)	\$1.37	10/31/2000		A		164,900		10/31/2000 ⁽⁷⁾	10/31/2010	Class A Common Stock	164,900	\$0	164,900	D	

**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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock option (right to buy)	\$0.62	01/22/2004		A		250,000		01/22/2004 ^(B)	01/22/2014	Class A Common Stock	250,000	\$0	250,000	D	

Explanation of Responses:

- The option was exercisable in four equal annual installments. The first installment became exercisable on 10/29/91; the second installment became exercisable on 10/28/92; the third installment became exercisable on 10/28/93; the fourth installment became exercisable on 10/26/94.
- The option was exercisable in four equal annual installments. The first installment became exercisable on 3/31/92; the second installment became exercisable on 3/30/93; the third installment became exercisable on 3/29/94; the fourth installment became exercisable on 3/28/95.
- The option is exercisable in five annual installments. The first installment (20%) became exercisable on 5/31/96; the second installment (10%) became exercisable on 5/31/97; the third installment (10%) became exercisable on 5/31/98; the fourth installment (10%) became exercisable on 5/31/99; the fifth installment (50%) became exercisable on 5/10/04.
- The option is exercisable in five annual installments. The first installment of 20% became exercisable on 2/10/97; the second installment of 10% became exercisable on 2/10/98; the third installment of 10% became exercisable on 2/10/99; the fourth installment of 10% became exercisable on 2/10/00; the fifth installment of 50% became exercisable on 5/10/04.
- The option is exercisable in five annual installments. The first installment of 20% became exercisable on 5/11/98; the second installment of 10% became exercisable on 5/11/99; the third installment of 10% became exercisable on 5/11/00; the fourth installment of 10% became exercisable on 5/11/00; the fifth installment of 50% became exercisable on 5/11/01.
- The option is exercisable in five equal annual installments. The first installment became exercisable on 5/28/98; the second installment became exercisable on 5/28/99; the third installment became exercisable on 5/28/00; the fourth installment became exercisable on 5/28/01; the fifth installment became exercisable on 5/28/02.
- The option became fully exercisable on 10/31/00.
- The option is exercisable in five equal annual installments. The first installment became exercisable on 1/22/04; the second installment became exercisable on 1/22/05; the third installment became exercisable on 1/22/06; the fourth installment will become exercisable on 1/22/07; the fifth installment will become exercisable on 1/22/08.

/s/ Michele Nakazawa

05/31/2006

** Signature of Reporting Person

Date

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

* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.