

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-01-05** | Period of Report: **2006-01-05**
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REPORTING OWNER

JACKS JOEL R

CIK: **1339486**

Type: **4** | Act: **34** | File No.: **000-51552** | Film No.: **06514658**

Mailing Address

900 THIRD AVENUE 33RD
FLOOR
FEDERAL SERVICES
ACQUISITION CORPORATION
NEW YORK NY 10022-4775

Business Address

646-403-9765

ISSUER

Federal Services Acquisition CORP

CIK: **1325460** | IRS No.: **113747950** | State of Incorporation: **DE** | Fiscal Year End: **1231**

SIC: **6770** Blank checks

Mailing Address

900 THIRD AVENUE, 33RD
FLOOR
NEW YORK NY 10022-4775

Business Address

900 THIRD AVENUE, 33RD
FLOOR
NEW YORK NY 10022-4775
212-909-8457

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

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

1. Name and Address of Reporting Person JACKS JOEL R			2. Issuer Name and Ticker or Trading Symbol Federal Services Acquisition CORP [FDSA W]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) Chairman and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/05/2006			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person _____ Form Filed by More than One Reporting Person		
900 THIRD AVENUE, 33RD FLOOR			4. If Amendment, Date Original Filed (Month/Day/Year)					
(Street) NEW YORK, NY 10022-4775								
(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			

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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Warrants	\$5	01/05/2006		P		691,002 (1)		10/19/2006 (2)	10/19/2009 (3)	Common Stock	691,002 (1)	\$0.5	1,044,482 (4)	D	

Explanation of Responses:

- Includes 481,800 warrants held by FSAC Partners, LLC, over which Messrs. Jacks and Schulte have shared voting and dispositive power.
- The warrants will become exercisable on the later of a business combination or October 19, 2006.
- The warrants expire on October 19, 2009, or earlier upon redemption.
- Includes 728,264 warrants held by FSAC Partners, LLC, over which Messrs. Jacks and Schulte have shared voting and dispositive power.

Signatures

/s/ Joel R. Jacks

** Signature of Reporting Person

01/05/2006

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.