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WIDEPOINT CORP  
Form 10-Q/A  
August 18, 2009

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

**FORM 10-Q/A No. 1**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Amendment No. 1 to Quarterly Report on Form 10-Q for the quarter ended June 30, 3009

WIDEPOINT CORPORATION

(Exact name of registrant as specified in its charter)

Delaware

001-33035

52-2040275

(State or other jurisdiction of  
incorporation or organization)

(Commission File Number)

(IRS Employer Identification No.)

18W100 22nd St., Oakbrook Terrace, IL

60181

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: (630) 629-0003

The undersigned registrant hereby amends the following items, financial statements, exhibits or other portions of its Quarterly Report on Form 10-Q for the quarter ended June 30, 2009, as previously filed on August 14, 2009, as set forth in the pages attached hereto:

Part II    Item 6    Exhibits

Indicate by check whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (ss.232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of large accelerated filer, accelerated filer and smaller reporting company in Rule 12b-2 of the Exchange Act.

Large accelerated filer                      Accelerated filer                      Non-accelerated filer                      Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of August 11, 2009, 60,684,823 shares of common stock, \$.001 par value per share, were outstanding.

WIDEPOINT CORPORATION

EXPLANATORY NOTE

The sole purpose of this Amendment No. 1 of the Company's Quarterly Report on Form 10-Q is to furnish an Exhibit that was inadvertently not furnished in connection with the Company's Quarterly Report on Form 10-Q filed on August 14, 2009 (the Form 10-Q). No other changes have been made to the Form 10-Q other than those described above. This Amendment No. 1 does not reflect subsequent events occurring after the

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original filing date of the Form 10-Q or modify or update in any way disclosures made in the Form 10-Q.

**PART II.**

**OTHER INFORMATION**

**ITEM 6. EXHIBITS.**

(a) Exhibits

10.1 Supplement to Exhibit A to the Membership Interest Purchase Agreement, dated as of August 14, 2009.

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this amendment to be signed on its behalf by the undersigned, thereunto duly authorized.

WidePoint Corporation

Date: August 18, 2009

By: /s/ James T. McCubbin

James T. McCubbin

Vice President and Principal Financial and Accounting Officer