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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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
Wasson John

(Street) FAIRFAX VA 22031
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ICF International, Inc. [ICFI]

3. Date of Earliest Transaction (Month/Day/Year)
11/12/2007

4. If Amendment, Date of Original Filed (Month/Day/Year)
11/13/2007

1. Title of Security (Instr. 3)
Common Stock

2. Transaction Date (Month/Day/Year)
11/12/2007

3A. Deemed Execution Date, if any (Month/Day/Year)  

4. Securities Acquired (A) or Disposed Of (D) (Instr. 4)
D $0

5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 5)
77,951

6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
D

7. Nature of Indirect Beneficial Ownership (Instr. 4)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Code</th>
<th>Date</th>
<th>Deemed Execution Date</th>
<th>Number of Securities Acquired</th>
<th>Amount</th>
<th>Expiration Date</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td></td>
<td>11/12/2007</td>
<td></td>
<td>25,000</td>
<td>$0</td>
<td>25,000</td>
<td>$0</td>
</tr>
</tbody>
</table>

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)
Restricted Stock Units

2. Conversion or Exercise Price of Derivative Security $18.1

3. Transaction Date (Month/Day/Year)
11/12/2008

4. Transaction Code (Instr. 4)
M

5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 5)
8,334

6. Date Exercisable and Expiration Date (Month/Day/Year)
(A) (D)

7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)
Common Stock 8,334

8. Price of Derivative Security (Instr. 5)
Common Stock 8,334

9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)
0

10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)
D

11. Nature of Indirect Beneficial Ownership (Instr. 4)

Explanation of Responses:
1. 25,000 shares were incorrectly reported under Table I as acquired Non-Derivative Securities (Restricted Stock Awards) on Form 4 filed on November 13, 2007. These shares should have been reflected under Table II as acquired Derivative Securities (Restricted Stock Units).
2. Represents first vesting (33.33%) anniversary, and applicable common stock settlement, of acquired restricted stock unit grant pursuant to the 2006 Long-Term Equity Incentive Plan.
3. Each restricted stock unit is the economic equivalent of one share of ICF International, Inc. Common Stock.
4. These acquired restricted stock units were granted pursuant to the 2006 Long-Term Equity Incentive Plan. These restricted stock units vest 33.33% after one year from the date of grant, 33.33% on the second anniversary of the date of grant, and 33.33% after the third anniversary of the date of grant.

Remarks:
This amendment is being filed to correctly reflect the total amount beneficially owned of Derivative Securities under Table II (Restricted Stock Units) which were incorrectly reported as Non-Derivative Securities (Restricted Stock Awards) under Table I by the Reporting Person.

/s/ James J. Maiwurm
Attorney-in-fact 04/10/2009

** 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).

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.