**STATEDMNT 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

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1. **Name and Address of Reporting Person**
   
   **Datar Srikant**
   
   (Last) **(First) (Middle)**
   
   **ICF INTERNATIONAL, INC.**
   
   9300 LEE HIGHWAY
   
   (Street)
   
   **FAIRFAX**
   
   VA 22031
   
   (City) (State) (Zip)

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

5. **Relationship of Reporting Person(s) to Issuer**
   
   (Check all applicable)
   
   X Director
   
   10% Owner
   
   Officer (give title below)
   
   Other (specify below)

3. **Date of Earliest Transaction**
   
   (Month/Day/Year)
   
   **11/10/2009**

4. **If Amendment, Date of Original Filed**
   
   (Month/Day/Year)
   
   **11/13/2009**

6. **Individual or Joint/Group Filing (Check Applicable Line)**
   
   X Form filed by One Reporting Person
   
   Form filed by More than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/10/2009</td>
<td>A 623 (1)</td>
<td>13,096 I Swati S. Datar Trust</td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. These acquired shares are shares of restricted stock granted pursuant to the 2006 Long-Term Equity Incentive Plan. These shares vest immediately.

**Remarks:**

This amendment is being filed to reflect the beneficial ownership as being held "Directly" by the Reporting Person which was erroneously reflected as Indirectly held.

*s/ James J. Maiwurm, 11/16/2009*

**Attorney-in-fact**

**Signature of Reporting Person** **Date**

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