

# PARADIGM HOLDINGS, INC

## FORM 8-K

(Current report filing)

Filed 04/07/09 for the Period Ending 04/01/09

|             |   |
|-------------|---|
| Address     | 9715 KEY WEST AVE.,<br>3RD FLOOR<br>ROCKVILLE, MD 20850 |
| Telephone   | (301) 468-1200  |
| CIK         | 0000313353  |
| Symbol      | PDHO  |
| SIC Code    | 7373 - Computer Integrated Systems Design               |
| Industry    | Software & Programming                                  |
| Sector      | Technology  |
| Fiscal Year | 12/31   |

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

**FORM 8-K**

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

Date of Report (Date of earliest event reported)  
April 1, 2009

**PARADIGM HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

Wyoming

(State or other jurisdiction of  
incorporation or organization)

000-09154

(Commission File No.)

83-0211506

(I.R.S. Employer  
Identification No.)

9715 Key West Avenue, 3<sup>rd</sup> Floor, Rockville, Maryland

(Address of principal executive offices)

20850

(Zip Code)

(301) 468-1200

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

Effective April 1, 2009, Edwin Mac Avery and Francis X. Ryan have resigned as members of the Board of Directors of Paradigm Holdings, Inc. The resignation letters are furnished herewith as Exhibits 99.1 and 99.2 and are incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

- (a) Not applicable
- (b) Not applicable
- (c) Not applicable
- (d) Exhibits.

99.1 Resignation letter from Francis X. Ryan dated April 1, 2009.

99.2 Resignation letter from Edwin Avery dated March 31, 2009.

**SIGNATURES**

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

**PARADIGM HOLDINGS, INC.**

By: /s/ Peter B. LaMontagne

Peter B. LaMontagne

President and Chief Executive Officer

Date: April 7, 2009

Francis X. Ryan  
1273 Ash Lane  
Lebanon, PA 17042-9618

April 1, 2009

Peter LaMontagne  
President  
Paradigm Holdings, Inc.

Re: Resignation from Board of Directors

Dear Peter,

Effective April 1, 2009, I am resigning my position on the Board of Directors of Paradigm Holdings, Inc. and all related committees of the Board.

Sincerely,

/s/ Francis X. Ryan

Francis X. Ryan

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March 31, 2009

Board of Directors  
Paradigm Holdings, Inc.  
9715 Key West Avenue, 3<sup>rd</sup> Floor  
Rockville, Maryland 20850

**Re: Resignation as Director**

Gentlemen:

I hereby resign from my position as a member of the Board of Directors of Paradigm Holdings, Inc. (the "Company") and any committees thereof, such resignation to be effective as of April 1, 2009.

My resignation is not due to a disagreement with the Company on any matter relating to the Company's operations, policies or practices.

Very truly yours,

/s/ Edwin Mac Avery  
Edwin Mac Avery

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