MATHIS PAULA K Form 4 February 14, 2003

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 4

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

O Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.
See Instruction 1(b)

Name and Address of Reporti Person* (Last, First, Middle) MATHIS, PAULA K	ng 2.	Issuer Name and Ticker or Trading Symbol SM&A (WINS)	3.	I.R.S. Identification Number of Reportin Person, if an entity (Voluntary)				
c/o SM&A 4695 MacArthur Court, 8th Floo	4.	Statement for (Month/Day/Year) February 13, 2003	5.	If Amendment, Date of Original (Month/Day/Year)				
(Street)	6.	Relationship of Reporting Person(s) to Issuer (Check All Applicable)	7.	Individual or Joint/Group Filing (Check Applicable Line)				
Newport Beach, CA 92660		O Director X 10% Owner		X	Form filed by One Reporting Person			
(City) (State) (Zi	p)	O Officer (give title below)		0	Form filed by More than One Reporting			
		O Other (specify below)			Person			

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).

Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Deemed Execution Date, if any. (Month/Day/Year)	Transaction Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7.	Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price					
Common Stock	02/13/2003		S	450	D	\$3.85					
Common Stock	02/13/2003		S	5,000	D	\$3.925					
Common Stock	02/13/2003		S	500	D	\$4.00					
								3,080,338	I (1)		By Self as Trustee of the Paula K. Mathis Revocable Trust

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

• Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	Transaction Date (Month/Day/Year)	 Deemed Execution 4. Date, if any (Month/Day/Year)	Transaction 5. Code (Instr. 8)		Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			
						Code V		(A)	(D)		
None											

	Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued (e.g., puts, calls, warrants, options, convertible securities)											
6.	Date Exercis Expiration I (Month/Day/	Date	of Ur Secu	and Amount inderlying rities : 3 and 4)	I S	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)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares								
_												
_												
_		e n										
(1) set		Myers, Cha	irman, Pr					lds the right to vote the indicates is held by Paula K. Mathis a				
				na Y. Eggert, rney In Fact		I	Febr	uary 13, 2003				

**Signature of Reporting Date Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Page 4

^{**} Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).