

Great Lakes Dredge & Dock CORP  
Form 8-K/A  
August 17, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**

(Amendment No. 1)

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the

Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 12, 2007

**Great Lakes Dredge & Dock Corporation**

(Exact name of Registrant as specified in its charter)

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(State or other jurisdiction of  
Incorporation or Organization)

(Commission  
File Number)

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

2122 York Road

Oak Brook, Illinois 60523

(Address of Principal Executive Offices)

(630) 574-3000

(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))

**Preliminary Note:**

On June 15, 2007, Great Lakes Dredge & Dock Corporation (the Company) filed a Current Report on Form 8-K (the Original Form 8-K). Attached as Exhibit 10.1 to the Original Form 8-K was a copy of the Company's Credit Agreement, dated as of June 12, 2007, by and among the Company, the other loan parties from time to time party thereto, the financial institutions from time to time party thereto and LaSalle Bank National Association, as Swing Line Lender, Sole Lead Arranger and Administrative Agent, as amended by Amendment No.1 to the Credit Agreement dated as of January 30, 2009, and attached as Exhibit 10.2 to the Original Form 8-K was a copy of the Company's Fourth Amendment to Third Amended and Restated Underwriting and Continuing Indemnity Agreement, dated as of June 12, 2007, by and among the Company, certain of its subsidiaries, Travelers Casualty and Surety Company and Travelers Casualty and Surety Company of America (together, the Agreements). The schedules and exhibits to the Agreements were inadvertently not included with the Agreements, as filed with the Original Form 8-K. Complete, executed copies of the Agreements, including all schedules and exhibits, are being filed as Exhibit 10.1 and Exhibit 10.2 to this Current Report on Form 8-K/A (the Amendment).

The Company is filing the Amendment for the sole purpose of adding the schedules and exhibits to the Agreements. In all other respects, the Original Form 8-K remains the same. The information previously reported in the Original Form 8-K is hereby incorporated by reference into the Amendment except to the extent such information is amended by this Amendment.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following exhibits are furnished herewith:

- 10.1 Credit Agreement, dated as of June 12, 2007, by and among Great Lakes Dredge & Dock Corporation, the other loan parties from time to time party thereto, the financial institutions from time to time party thereto and LaSalle Bank National Association, as Swing Line Lender, Sole Lead Arranger and Administrative Agent, as amended by Amendment No. 1 to the Credit Agreement dated as of January 30, 2009.
- 10.2 Fourth Amendment to Third Amended and Restated Underwriting and Continuing Indemnity Agreement, dated as of June 12, 2007, by and among Great Lakes Dredge & Dock Corporation, certain of its subsidiaries, Travelers Casualty and Surety Company and Travelers Casualty and Surety Company of America.

**SIGNATURE**

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.

GREAT LAKES DREDGE & DOCK CORPORATION

/s/ Deborah A. Wensel  
Deborah A. Wensel  
Senior Vice President and Chief Financial Officer

Date: August 17, 2010

**EXHIBIT INDEX**

<b>Number</b>	<b>Exhibit</b>
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10.2	Fourth Amendment to Third Amended and Restated Underwriting and Continuing Indemnity Agreement, dated as of June 12, 2007, by and among Great Lakes Dredge & Dock Corporation, certain of its subsidiaries, Travelers Casualty and Surety Company and Travelers Casualty and Surety Company of America.