1. Name and Address of Reporting Person
   ADAGE CAPITAL PARTNERS GP LLC
   (Last) (First) (Middle) 200 CLARENDON STREET 52ND FLOOR
   (Street) BOSTON MA 02116
   (City) (State) (Zip)

2. Date of Event Requiring Statement
   08/24/2004

3. Issuer Name and Ticker or Trading Symbol
   MANTECH INTERNATIONAL CORP [MANT]

4. Relationship of Reporting Person(s) to Issuer
   Director X
   10% Owner
   Officer (give title below)
   Other (specify below)

5. If Amendment, Date of Original Filed

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

Table I - Non-Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 4)</th>
<th>2. Amount of Securities Beneficially Owned (Instr. 4)</th>
<th>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>4. Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>$1,784,200</td>
<td>I</td>
<td>See Footnote(1)</td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 4)</th>
<th>2. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</th>
<th>4. Conversion or Exercise Price of Derivative Security</th>
<th>5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</th>
<th>6. Nature of Indirect Beneficial Ownership (Instr. 5)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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<td></td>
</tr>
</tbody>
</table>

Explanation of Responses:

1. This statement is filed by (1) Adage Capital Partners, L.P. ("Adage Capital") with respect to Class A Common Stock directly owned by it, (2) Adage Capital Partners GP, L.L.C. as general partner of Adage Capital, with respect to the Class A Common Stock directly owned by Adage Capital, (3) Adage Capital Advisors, L.L.C. as the managing member of Adage Capital Partners GP, with respect to the Class A Common Stock directly owned by Adage Capital and (4) Messrs. Atchinson and Gross as managing members of Adage Capital Advisors, L.L.C. with respect to Class A Common Stock directly owned by Adage Capital. Messrs. Atchinson and Gross each disclaims beneficial ownership of any securities this Form 3 relates for the purposes of the Securities and Exchange Act of 1934, as amended (the "Act"), except as to such securities in which each person may be deemed to have an indirect pecuniary interest pursuant to the Act.

/s/ Robert Atchinson, as managing member of Adage Capital Advisors, L.L.C., the managing member of Adage Capital Partners GP, L.L.C., the general partner of Adage Capital Partners, L.P. 08/07/2004

/s/ Phillip Gross, as managing member of Adage Capital Advisors, L.L.C., the managing member of Adage Capital Partners GP, L.L.C., the general partner of Adage Capital Partners, L.P. 08/07/2004

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 5 (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.