SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 11-K

(Mark One)

[X] ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT of 1934 [NO FEE REQUIRED] FOR THE FISCAL YEAR ENDED DECEMBER 31, 1997 or

[ ] TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE ACT
OF 1934 [NO FEE REQUIRED] for the transition period from _____
to _____

Commission File No. 1-5519

A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

CDI CORPORATION 401(k) SAVINGS PLAN

B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

CDI CORP.

1717 Arch Street, 35th Floor

Philadelphia, Pennsylvania 19103-2768

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Audited Plan Financial Statements and Schedules Prepared in Accordance

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Savings Plan Committee has duly caused this annual report to be signed on its behalf by the undersigned thereunto duly authorized.

CDI CORPORATION 401(K) SAVINGS PLAN

Date:....10/15/98 ..... *By:/s/ JOSEPH R. SEIDERS*

Joseph R. Seiders
Member, Savings Plan Committee

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CDI CORPORATION 401(k) SAVINGS PLAN

(Formerly, CDI Corporation Employee Savings Plan)

Financial Statements

and

Additional Information

December 31, 1997

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CDI CORPORATION 401(k) SAVINGS PLAN

(Formerly, CDI Corporation Employees' Savings plan)

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INDEPENDENT AUDITORS' REPORT

The Savings Plan Committee
CDI Corporation:

We have audited the accompanying statements of net assets available for plan benefits of the Employees' Savings Plan of CDI Corporation (the Plan) as of December 31, 1997 and 1996, and the related statements of changes in net assets available for plan benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with generally accepted auditing standards. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of the Plan as of December 31, 1997 and 1996, and the changes in net assets available for plan benefits for the years then ended in conformity with generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of assets held for investment purposes and reportable transactions are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The Fund Information in the statements of net assets available for plan benefits and the statements of changes in net assets available for plan benefits is presented for purposes of additional analysis rather than to present the net assets available for plan benefits and changes in net assets available for plan benefits of each fund. The supplemental schedules and Fund Information have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ KPMG Peat Marwick LLP

Philadelphia, Pennsylvania
October 6, 1998

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CDI CORPORATION 401(k) SAVINGS PLAN
(Formerly, CDI Corporation Employees' Savings Plan)

Statement of Net Assets Available for Plan Benefits, including Fund Information

December 31, 1997

	Guaranteed Income Fund	AIM Constell. Fund	American Balanced Fund	Fidelity Advisos Fund	American Growth Fund	Oppenheimer Fund	Pioneer Fund	Loan Fund	Total
Assets:									
Investments	$ 3,728,363	3,728,298	2,228,394	4,367,580	1,834,440	3,236,710	2,762,306	450,412	22,336,503
Contribution receivable	25,984	48,226	20,825	47,550	24,958	28,051	30,117	-	225,711
Due from (to) other funds	-	-	162	(452)	-	(4,004)	-	-	(4,294)
Net assets available for plan benefits	$ 3,754,347	3,776,524	2,249,381	4,414,678	1,859,398	3,260,757	2,792,423	450,412	22,557,920

See accompanying notes to financial statements.

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CDI CORPORATION 401(k) SAVINGS PLAN
(Formerly, CDI Corporation Employees' Savings Plan)

Statement of Net Assets Available for Plan Benefits, including Fund Information

December 31, 1996

	Guaranteed Income Fund	AIM Constell. Fund	American Balanced Fund	Fidelity Advisors Fund	American Growth Fund	Oppheim. Fund	Pioneer Fund	Loan Fund	Total
Assets:									
Investments	$ 8,664,844	5,898,055	3,111,282	5,850,162	2,540,194	4,604,175	3,248,021	1,186,768	35,103,501
Cash and cash equivalents	17,160	18,946	8,596	17,907	8,282	13,923	10,483	-	95,297
Contribution receivable	358,523	331,748	44,930	78,708	49,377	56,751	59,572	-	979,609
Due from (to) other funds	5,974	7,859	3,116	6,692	2,981	4,237	4,502	(35,361)	-
Net assets available for plan benefits	$ 9,046,501	6,256,608	3,167,924	5,953,469	2,600,834	4,679,086	3,322,578	1,151,407	36,178,407

See accompanying notes to financial statements.

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CDI CORPORATION 401(k) SAVINGS PLAN
(Formerly, CDI Corporation Employees' Savings Plan)

Statement of Changes in Net Assets Available for Plan Benefits, including Fund Information

Year ended December 31, 1997

	Guaranteed Income Fund	AIM Constell. Fund	American Balanced Fund	Fidelity Advisors Fund	American Growth Fund	Oppheim. Fund	Pioneer Fund	Loan Fund	Total
Additions:									
Investment income	$ 17,125	276,141	265,869	275,499	198,030	111,013	290,603	53,338	1,487,618
Net realized and unrealized appreciation	204,559	210,094	158,020	556,881	152,209	315,062	47,167	-	1,643,992
Loan activity, net	(49,153)	(26,707)	(512)	9,885	(4,494)	6,468	7,404	57,109	-
Contributions:									
Employee	427,849	781,961	287,540	687,895	313,922	433,230	487,900	-	3,420,297
Employer	20,730	37,167	16,474	36,577	19,822	22,438	23,588	-	176,796
Total additions	621,110	1,278,656	727,391	1,566,737	679,489	888,211	856,662	110,447	6,728,703
Deductions:									
Withdrawals to participants	1,317,455	422,873	213,426	376,590	257,521	335,336	274,354	44,805	3,242,360
Interfund transfers	(893,144)	4,062	142,705	309,241	108,765	330,595	(2,224)	-	-
Transfers to affiliated plan	(3,754,855)	(3,600,774)	(1,622,366)	(3,305,549)	(1,396,279)	(2,568,964)	(1,653,650)	(819,138)	(18,721,575)
Transfers from merged plans	52,190	260,845	47,153	267,370	124,110	267,165	543,411	52,501	1,614,745
Net decrease	(5,292,154)	(2,480,084)	(918,543)	(1,538,791)	(741,436)	(1,418,329)	(530,155)	(700,995)	(13,620,487)
Net assets available for plan benefits:									
Beginning of year	9,046,501	6,256,608	3,167,924	5,953,469	2,600,834	4,679,086	3,322,578	1,151,407	36,178,407
End of year	$ 3,754,347	3,776,524	2,249,381	4,414,678	1,859,398	3,260,757	2,792,423	450,412	22,557,920

See accompanying notes to financial statements.

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CDI CORPORATION 401(k) SAVINGS PLAN
(Formerly, CDI Corporation Employees' Savings Plan)

Statement of Changes in Net Assets Available for Plan Benefits, including Fund Information

Year ended December 31, 1996

	Guaranteed Income Fund	Diversified Stock Fund	Aggressive Stock Fund	AIM Constellation Fund	American Balanced Fund	Fidelity Advisors Fund
Additions:						
Investment income (loss)	$ 620,181	140,986	(5,246)	410,120	245,259	457,524
Net realized and unrealized appreciation (depreciation)	-	947,427	524,470	23,533	(24,071)	191,311
Loan activity, net	(18,785)	(91,086)	(88,388)	38,303	25,153	33,678
Contributions:						
Employee	1,497,199	1,337,188	859,479	616,395	219,014	438,678
Employer	60,004	7,633	3,596	69,445	29,530	52,117
Total additions	2,158,599	2,342,148	1,293,911	1,157,796	494,885	1,173,308
Deductions:						
Withdrawals to participants	1,739,940	1,044,652	602,345	94,386	54,109	18,814
Interfund transfers	(3,409,065)	(10,872,866)	(7,219,872)	5,193,198	2,727,148	4,798,975
Transfers from / (to) affiliated plan	6,998	(99,281)	(90,349)	-	-	-
Net increase (decrease)	(2,983,408)	(9,674,651)	(6,618,655)	6,256,608	3,167,924	5,953,469
Net assets available for plan benefits:						
Beginning of year	12,029,909	9,674,651	6,618,655	-	-	-
End of year	$ 9,046,501	-	-	6,256,608	3,167,924	5,953,469

See accompanying notes to financial statements.

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	American Growth Fund	Oppenheimer Fund	Pioneer Fund	Loan Fund	Total
Addition					
Investment income (loss)	208,192	210,816	239,044	-	2,526,876
Net realized and unrealized appreciation (depreciation)	79,270	262,344	(59,293)	-	1,944,991
Loan activity, net	25,774	28,108	25,014	136,307	114,078
Contributions:					
Employee	221,890	276,773	295,934	-	5,762,550
Employer	27,472	33,984	35,937	-	319,718
Total additions	562,598	812,025	536,636	136,307	10,668,213
Deductions:					
Withdrawals to participants	23,661	3,682	63,900	-	3,645,489
Interfund transfers	2,061,897	3,870,743	2,849,842	-	-
Transfers from / (to) affiliated plan	-	-	-	-	(182,632)
Net increase (decrease)	2,600,834	4,679,086	3,322,578	136,307	6,840,092
Net assets available for plan benefits:					
Beginning of year	-	-	-	1,015,100	29,338,315
End of year	2,600,834	4,679,086	3,322,578	1,151,407	36,178,407

See accompanying notes to financial statements.

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(1) Description of Plan

The following description of the Employees' Savings Plan of CDI Corporation (the Plan) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

Eligibility

The Plan is for the benefit of all employees of CDI Corporation and subsidiaries (the Company) who have attained age 21 and completed one year of service. The Plan was adopted on May 1, 1985 and is a defined contribution plan subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA) and Section 401(k) of the Internal Revenue Code.

Plan Mergers

Effective January 1, 1997, staff participants in the Innovative Information Systems, Inc. Savings Plan and United Engineers, Inc. 401(k) Plan (the "merged plans") were added to the Employees' Savings Plan of CDI Corporation. The assets of the Innovative Information Systems, Inc. Savings Plan and United Engineers, Inc.. 401(k) Plan were each merged into the Plan in June 1997 and October 1997, respectively. All employees who were participants in the merged plans effectively became 100% vested in their account balances under those plans. The terms of the Company contributions and the plan eligibility requirements under the merged plans were replaced in favor of those outlined n the provisions of the Employees' Savings Plan of CDI Corporation.

Contributions

Eligible employees may make a voluntary, tax-deferred contribution of 1% to 15% of their base salary to the Plan subject to limitations established by the Internal Revenue Code, and the Company contributes an amount equal to 30% of such contribution limited to $400 per participant. Additionally, for the Plan year ended December 31, 1996, the Company contributed an amount equal to 30% of such contribution, limited to $400, for certain participants classified as nonstaff employees at CDI Marine and Stubbs, Overbeck & Associates, Inc. For the Plan year ended December 31, 1997, no such matching contribution was made for these participants as they were transferred into the CDI Corporation Retirement Savings Plan for Nonstaff Employees (an affiliated plan) during the year.

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(1) Continued

Contributions are invested as directed by the employee and maintained in separate accounts for each participant.

Investment Income

Interest and dividends earned by each of the investment funds are reinvested in the same funds. Such amounts are credited to the participants' accounts based on the terms of the Plan.

Vesting

A participant is vested in 100% of his or her account at all times, including the employer contribution, and can withdraw up to 100% of deferred contributions in the event of a monetary hardship as interpreted in accordance with the applicable Internal Revenue Service regulations.

Withdrawals

The Plan provides for distribution of the total vested amount in the participants' accounts upon termination of employment, retirement, attainment of age 59-1/2, permanent disability, or death.

Loans

Participants are permitted to make loan withdrawals against their individual account balances, with the exception of any amounts in the Stubbs, Overbeck and Associates account. The loan amount must be a minimum of $500 and may not exceed one-half of the participant's vested account balance (or $50,000, reduced by the participant's highest outstanding loan balance during the previous year, if lower). Loans are evidenced by a promissory note bearing a rate of interest equal to the prime rate plus two percent, and generally require repayment within five years.

(2) Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements have been prepared on the accrual basis of accounting and present the net assets available for plan benefits and changes in those net assets.

(2) Continued

Cash and Cash Equivalents

Cash and cash equivalents represent amounts contributed to the plan that as of year-end have not been transferred to the participant's designated investment vehicle. These funds are held in an interest-bearing checking account. For financial statement purposes these funds have been shown as assets of the designated investment vehicle where they will ultimately be transferred.

Investments

Mutual funds are valued at quoted net share values which are based on the underlying market value of the investments. Security transactions are accounted for on the settlement date for securities purchased or sold. The proceeds from sales of investments are compared to cost for each investment to determine realized gains and losses. Dividend income is recorded on the ex-dividend date. Interest income is recorded on the accrual basis.

Administrative Expenses

Administrative expenses incurred in the operation of the Plan are paid by the Company and are not reflected in the accompanying financial statements.

Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

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(3) Investments

Investments consist of the following as of December 31, 1997 and 1996:

	1997	1996
Guaranteed Income Fund:		
PaineWebber Trust	$ 3,728,363	8,664,844
AIM Constellation Fund	3,728,298	5,898,055
American Balanced Fund	2,228,394	3,111,282
Fidelity Advisors Growth Opportunities Fund	4,367,580	5,850,162
American - The Growth Fund of America	1,834,440	2,540,194
Oppenheimer Quest Opportunity Value Fund	3,236,710	4,604,175
Pioneer Capital Growth Fund	2,762,306	3,248,021
Total	$ 21,886,091	33,916,733

Each of these investments represents five percent or more of the Plan's net assets for the year ended December 31,1997 and 1996, respectively.

(4) Transfers to Affiliated Plan

During the Plan year ended December 31, 1997 nonstaff participants of the Plan were transferred to the CDI Corporation Retirement Savings Plan for Nonstaff Employees (affiliated plan). Upon transference of their account balances from the Plan to the affiliated plan, participants became subject to the terms and provisions of the affiliated plan.

(5) Federal Income Taxes

The Internal Revenue Service has issued a letter of determination dated February 2, 1996 that the Plan is a qualified plan under Section 501(a) of the Internal Revenue Code and is, therefore, exempt from federal income taxes. The plan administrator believes that the plan is currently in compliance with the applicable requirements of the Internal Revenue Code. Therefore, the administrator believes that the Plan is qualified and tax exempt.

(6) Plan Termination

Although it has not expressed any intent to do so, the Company has the right under the Plan provisions to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA.

(7) Change in Administration of the Plan

Effective July 1, 1996 Buck Consultants took over the recordkeeping responsibilities of the Plan from Williams, Thatcher, Rand. In October 1996 Riggs Bank N.A. was hired to function as trustee of the Plan. Prior to this, the Company had acted in the capacity of trustee of the Plan.

(8) Subsequent Event

Effective October 1, 1998, other 401(k) plans maintained by the Company were merged into the Plan. Certain of the plan provisions of each of the respective merged plans will be maintained under the Plan. In addition, Putnam Investments took over recordkeeping and trustee responsibilities from those previously serving on behalf of the Plan.

(9) Reconciliation to Form 5500

The Form 5500 filed by the Plan reflects distributions payable of $46,160 as a liability at December 31, 1997. This amount is included in net assets available for benefits in the accompanying financial statements as of December 31, 1997.

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Schedule 1

CDI CORPORATION 401(k) SAVINGS PLAN
(Formerly, CDI Corporation Employees' Savings Plan)

Schedule of Assets Held for Investment Purposes - Item 27(a)

December 31, 1997

Identity of issue	Description	Cost	Contract / fair value
Paine Webber Trust Co.	Guaranteed Income Fund	$ 3,563,502	3,728,363
AIM Constellation Fund	Mutual Fund	3,712,116	3,728,298
American Balanced Fund	Mutual Fund	2,132,459	2,228,394
Fidelity Advisors Growth Opportunities Fund	Mutual Fund	3,827,167	4,367,580
American - The Growth Fund of America	Mutual Fund	1,715,194	1,834,440
Oppenheimer Quest Opportunity Value Fund	Mutual Fund	2,858,666	3,236,710
Pioneer Capital Growth Fund	Mutual Fund	2,775,344	2,762,306
Loan Fund		450,412	450,412
Total		$ 21,034,860	22,336,503

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Schedule 2

CDI CORPORATION 401(k) SAVINGS PLAN
(Formerly, CDI Corporation Employees' Savings Plan)

Schedule of Reportable Transactions - Item 27(d)

Year ended December 31, 1997

Identity of party involved	Description	No. of purchases	Cost of purchases	No. of sales	Sales proceeds	Cost of sales	Realized gain (loss)
Paine Webber Trust Co. (A)	Guaranteed Income Fd.	237	$ 1,566,392	262	6,707,432	6,667,734	39,698
Paine Webber Trust Co. (I)	Guaranteed Income Fd.	-	-	1	2,595,205	2,599,469	(4,264)
AIM Constellation Fund (A)	Mutual Fund	275	2,441,013	229	4,820,864	4,788,771	32,093
AIM Constellation Fund (I)	Mutual Fund	-	-	1	2,778,810	2,765,394	13,416
American Balanced Fund (A)	Mutual Fund	214	1,025,397	164	2,066,305	2,035,412	30,893
Fidelity Advisors Growth Opportunities Fund (A)	Mutual Fund	306	2,143,636	215	4,183,099	4,012,764	170,335
Fidelity Advisors Growth Opportunities Fund (I)	Mutual Fund	-	-	1	2,363,575	2,306,820	56,755
American - The Growth Fund of America (A)	Mutual Fund	236	1,026,305	210	1,884,268	1,814,188	70,080
Oppenheimer Quest Opportunity Value Fund (A)	Mutual Fund	320	1,558,754	180	3,241,281	3,104,902	136,379
Oppenheimer Quest Opportunity Value Fund (I)	Mutual Fund	-	-	1	1,977,460	1,933,003	44,457
Pioneer Capital Growth Fund (A)	Mutual Fund	249	1,628,250	186	2,161,132	2,128,626	32,506

(A) These represent the aggregate amount of a series of transactions which individually do not qualify as a reportable transaction.

(I) This represents an individual reportable transaction.

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EXHIBIT INDEX

Exhibit No.	Document
23	Consent of Independent Accountants

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EXHIBIT 23

CONSENT OF KPMG PEAT MARWICK LLP

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CONSENT OF KPMG PEAT MARWICK LLP

The Board of Directors
CDI Corp.:

We consent to the use of our report included herein.

Philadelphia, Pennsylvania
October 12, 1998

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End of Filing

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