CDI CORP

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 5/25/2004 For Period Ending 5/19/2004

Address	1717 ARCH STREET, 35TH FLOOR
	PHILADELPHIA, Pennsylvania 19103-2768
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CIK	0000018396
Industry	Business Services
Sector	Services
Fiscal Year	12/31

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FORM 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
SEIDERS JOSEPH R (Last) (First) (Middle)	**CDI CORP [CDI]**	_____ Director _____ 10% Owner
1717 ARCH STREET, 35TH FLOOR (Street)	3. Date of Earliest Transaction (MM/DD/YYYY) **5/19/2004**	__ **X** __ Officer (give title below) _____ Other (specify below) **Senior VP & General Counsel**
PHILADELPHIA, PA 19103-2768 (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	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 Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. 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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Purchase Plan Units	(1)	**5/19/2004**		**A**		**2**		**2/25/2005**	**2/25/2005**	**Common Stock**	**2**	(2)	**606**	**D**	
Stock Purchase Plan Units	(1)	**5/19/2004**		**A**		**8**		**3/6/2006**	**3/6/2006**	**Common Stock**	**8**	(2)	**2833**	**D**	

Explanation of Responses:

(1) Stock Purchase Plan (SPP) units convert into shares of Common Stock on a 1-for-1 basis.

(2) The Reporting Person acquired these additional SPP units in connection with the $.09 per share dividend paid on CDI Corp. Common Stock on May 19, 2004. The number of additional units was calculated using the opening price of CDI Corp. Common Stock on May 19, 2004, which was $30.60 per share.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEIDERS JOSEPH R **1717 ARCH STREET, 35TH FLOOR** **PHILADELPHIA, PA 19103-2768**			**Senior VP & General Counsel**	

Signatures

Joseph R. Seiders — **5/25/2004**

** Signature of Reporting Person — Date

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).

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

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

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