

TYPE:	13F-HR	
PERIOD:	06/30/2008	
FILER	CIK	1259671
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SUBMISSION-CONTACT

NAME	Carol Sullivan
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 13F

FORM 13F COVER PAGE

Report of the Calendar Year or Quarter Ended: June 30 2008

Check here if Amendment ☒ Amendment Number: 1  
This Amendment (Check only one): ☒ is a restatement ☐ adds new holdings entries

Institutional Investment Manager Filing this Report:

Name:	Wagner Capital Management Corp
Address:	1838 Greene Tree Road, Suite 280 Baltimore, Maryland 21208

13F File Number:

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables are considered integral parts of this form

Person Signing this Report of Behalf of Reporting Manager:

Name: Carol Sullivan  
Title: Administrator  
Phone: 410-653-7979  
Signature, Place, and Date of Signing:

Carol Sullivan      Baltimore, Maryland      July 28, 2008

Report Type (Check only one):

- [ X ]                      13F HOLDINGS REPORTS  
[   ]                      13 F NOTICE  
[   ]                      13F COMBINATION REPORT

List of Other Managers Reporting for this Manager: None

I AM SIGNING THIS REPORT AS REQUIRED BY THE SECURITIES EXCHANGE ACT OF 1934

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FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers:                      0

Form 13F Information Table Entry Total:              154

Form 13F Information Table Value Total:              125927000

List of Other Included Managers:                      None

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			MARKET VALUE AMOUNT/TYPE				INVESTMENT	OTHER	VOTING AUTHORITY (000's)		
DESCRIPTION	CLASS	CUSIP	VALUE IN 000'S	QUANTITY	TYPE	PUT/CALL	DISCRETION	MANAGERS	SOLE	SHARED	NONE
3 M Company	COM	88579Y101	529	7602	Shares	NONE	SOLE	NONE	338	0	191
A E S Corp	COM	00130H105	424	22075	Shares	NONE	SOLE	NONE	250	0	174
A T & T	COM	00206R102	246	7293	Shares	NONE	SOLE	NONE	208	0	38
Abb Ltd Adr	SPONSORED ADR	000375204	543	19186	Shares	NONE	SOLE	NONE	371	0	172
Abbott Laboratories	COM	002824100	1153	21773	Shares	NONE	SOLE	NONE	860	0	294
Aflac Inc	COM	001055102	1174	18696	Shares	NONE	SOLE	NONE	781	0	393
ALCOA Inc	COM	013817101	760	21330	Shares	NONE	SOLE	NONE	589	0	171
Allied Irish Banks Adr	SPON ADR ORD	019228402	305	9891	Shares	NONE	SOLE	NONE	217	0	87
Allstate Insurance Co.	COM	020002101	554	12159	Shares	NONE	SOLE	NONE	418	0	136
Altria Group Inc.	COM	02209S103	582	28322	Shares	NONE	SOLE	NONE	400	0	182
American Capital, Ltd.	COM	024937104	245	10309	Shares	NONE	SOLE	NONE	152	0	93
American Electric Power	COM	025537101	227	5644	Shares	NONE	SOLE	NONE	144	0	83
American Express Company	COM	025816109	908	24113	Shares	NONE	SOLE	NONE	668	0	240
Ameriprise Financial	COM	03076C106	263	6479	Shares	NONE	SOLE	NONE	197	0	66
Apple Computer	COM	037833100	345	2062	Shares	NONE	SOLE	NONE	270	0	75
Automatic Data Processing	COM	053015103	209	4982	Shares	NONE	SOLE	NONE	122	0	87
Baker Hughes Inc	COM	057224107	1240	14200	Shares	NONE	SOLE	NONE	928	0	312
BankAmerica Corp	COM	060505104	1118	46855	Shares	NONE	SOLE	NONE	767	0	351
Berkshire Hathaway Cl B	CL B	084670207	385	96	Shares	NONE	SOLE	NONE	373	0	12
Best Buy Inc	COM	086516101	263	6630	Shares	NONE	SOLE	NONE	217	0	45
Black & Decker Corp	COM	091797100	280	4867	Shares	NONE	SOLE	NONE	160	0	120
Boeing Co	COM	097023105	166	2525	Shares	NONE	SOLE	NONE	148	0	18
Bp Amoco Plc Adr	SPONSORED ADR	055622104	1736	24959	Shares	NONE	SOLE	NONE	1234	0	503
Bristol Myers Squibb	COM	110122108	61	2958	Shares	NONE	SOLE	NONE	30	0	31
Burlington Northern Santa Fe C	COM	12189T104	737	7380	Shares	NONE	SOLE	NONE	562	0	175
Caterpillar Inc	COM	149123101	1389	18811	Shares	NONE	SOLE	NONE	1050	0	339
Celanese Corp	COM SER A	150870103	728	15950	Shares	NONE	SOLE	NONE	470	0	258
Chesapeake Energy Corp	COM	165167107	303	4600	Shares	NONE	SOLE	NONE	168	0	135
Chevron Corp	COM	166764100	1557	15704	Shares	NONE	SOLE	NONE	1025	0	532
Chubb Corporation	COM	171232101	841	17166	Shares	NONE	SOLE	NONE	578	0	264
Cisco Systems Inc	COM	17275R102	1009	43374	Shares	NONE	SOLE	NONE	767	0	242
Citigroup, Inc.	COM	172967101	704	42033	Shares	NONE	SOLE	NONE	406	0	298
Clorox Co	COM	189054109	629	12049	Shares	NONE	SOLE	NONE	402	0	227
Coach Inc	COM	189754104	245	8500	Shares	NONE	SOLE	NONE	178	0	68

Coca-Cola Co	COM	191216100	843	16220	Shares	NONE	SOLE	NONE	508	0	335
Colgate-Palmolive Co.	COM	194162103	1386	20065	Shares	NONE	SOLE	NONE	918	0	468
ConocoPhillips	COM	20825C104	1118	11846	Shares	NONE	SOLE	NONE	723	0	395
Constellation Energy Co	COM	210371100	298	3633	Shares	NONE	SOLE	NONE	194	0	104
Corning Inc.	COM	219350105	490	21275	Shares	NONE	SOLE	NONE	314	0	176
Costco Whsl Corp New	COM	22160K105	474	6763	Shares	NONE	SOLE	NONE	350	0	124
Crown Castle International	COM	228227104	371	9570	Shares	NONE	SOLE	NONE	243	0	128
CSX Corp	COM	126408103	882	14039	Shares	NONE	SOLE	NONE	684	0	198
Cummins Inc	COM	231021106	1755	26789	Shares	NONE	SOLE	NONE	1171	0	584
CVS Caremark Corp	COM	126650100	214	5410	Shares	NONE	SOLE	NONE	148	0	66
Danaher Corp Del	COM	235851102	276	3575	Shares	NONE	SOLE	NONE	228	0	48
Deere & Co	COM	244199105	311	4306	Shares	NONE	SOLE	NONE	219	0	91
Devon Energy Cp New	COM	25179M103	728	6056	Shares	NONE	SOLE	NONE	415	0	313
DHT Maritime, Inc.	COM	Y21110104	219	21812	Shares	NONE	SOLE	NONE	119	0	100
Diageo PLC ADR	SPON ADR NEW	25243Q205	243	3295	Shares	NONE	SOLE	NONE	209	0	34
Duke Energy	COM	26441C105	500	28790	Shares	NONE	SOLE	NONE	378	0	123
E M C Corp Mass	COM	268648102	192	13085	Shares	NONE	SOLE	NONE	139	0	53
Eastman Chemical Co	COM	277432100	864	12542	Shares	NONE	SOLE	NONE	623	0	241
Eli Lilly Co.	COM	532457108	519	11236	Shares	NONE	SOLE	NONE	401	0	118
Enbridge Energy Partners LP	COM	29250R106	282	5614	Shares	NONE	SOLE	NONE	194	0	89
Exxon Mobil Corporation	COM	30231G102	3388	38438	Shares	NONE	SOLE	NONE	2420	0	968
FedEx Corp	COM	31428X106	203	2580	Shares	NONE	SOLE	NONE	171	0	32
First Ind'l Realty	COM	32054K103	335	12187	Shares	NONE	SOLE	NONE	178	0	156
Flowserve Corporation	COM	34354P105	260	1900	Shares	NONE	SOLE	NONE	232	0	27
Fluor Corporation	COM	343412102	768	4125	Shares	NONE	SOLE	NONE	512	0	256
FPL Group Inc.	COM	302571104	691	10538	Shares	NONE	SOLE	NONE	462	0	229
Frontline Ltd	SHS	G3682E127	820	11750	Shares	NONE	SOLE	NONE	502	0	317
Fulton Financial Corp	COM	360271100	119	11837	Shares	NONE	SOLE	NONE	0	0	119
General Electric Co.	COM	369604103	1928	72253	Shares	NONE	SOLE	NONE	1303	0	626
General Mills Inc	COM	370334104	251	4133	Shares	NONE	SOLE	NONE	222	0	29
Goldman Sachs Group Inc	COM	38141G104	944	5398	Shares	NONE	SOLE	NONE	577	0	367
Google Inc Class A	CL A	38259P508	197	375	Shares	NONE	SOLE	NONE	170	0	28
Halliburton Co	COM	406216101	299	5643	Shares	NONE	SOLE	NONE	219	0	81
Healthcare Realty Trust	COM	421946104	370	15579	Shares	NONE	SOLE	NONE	266	0	105
Hewlett-Packard Company	COM	428236103	1183	26769	Shares	NONE	SOLE	NONE	655	0	528
Home Depot	COM	437076102	352	15014	Shares	NONE	SOLE	NONE	247	0	105
Home Properties Of Ny	COM	437306103	381	7928	Shares	NONE	SOLE	NONE	296	0	85

Honda Motor Co Ltd Adr	AMERN SHS	438128308	572	16815	Shares	NONE	SOLE	NONE	449	0	123
HRPT Properties TR SBI	COM SH BEN INT	40426W101	279	41256	Shares	NONE	SOLE	NONE	150	0	130
Illinois Tool Works Inc	COM	452308109	387	8141	Shares	NONE	SOLE	NONE	277	0	109
Intel Corp	COM	458140100	1150	53557	Shares	NONE	SOLE	NONE	695	0	456
International Paper Co	COM	460146103	368	15784	Shares	NONE	SOLE	NONE	275	0	93
Intl Business Machines	COM	459200101	794	6701	Shares	NONE	SOLE	NONE	510	0	285
iShares Russell 3000 Index	RUSSELL 3000	464287689	309	4121	Shares	NONE	SOLE	NONE	188	0	121
Ishares Tr Msci Eafe Fd	MSCI EAFE IDX	464287465	735	10704	Shares	NONE	SOLE	NONE	540	0	195
Ishares Tr Russell 2000 Indx	RUSSELL 2000	464287655	260	3759	Shares	NONE	SOLE	NONE	244	0	15
J P Morgan Chase & Co	COM	46625H100	470	13707	Shares	NONE	SOLE	NONE	373	0	97
Johnson & Johnson	COM	478160104	3572	55517	Shares	NONE	SOLE	NONE	2253	0	1319
Johnson Controls Inc	COM	478366107	225	7840	Shares	NONE	SOLE	NONE	216	0	9
Kellogg Co	COM	487836108	551	11479	Shares	NONE	SOLE	NONE	349	0	203
Kimberly Clark Corp	COM	494368103	550	9207	Shares	NONE	SOLE	NONE	423	0	127
Kinder Morgan Energy Lp	UT LTD PARTNER	494550106	705	12652	Shares	NONE	SOLE	NONE	484	0	221
Kraft Foods Inc	CL A	50075N104	360	12665	Shares	NONE	SOLE	NONE	294	0	66
Lloyds TSB Group plc	SPONSORED ADR	539439109	410	16627	Shares	NONE	SOLE	NONE	279	0	131
Lockheed Martin Corp	COM	539830109	1187	12033	Shares	NONE	SOLE	NONE	873	0	314
Loews Corp	COM	540424108	689	14700	Shares	NONE	SOLE	NONE	476	0	213
Lowes Companies Inc	COM	548661107	998	48119	Shares	NONE	SOLE	NONE	649	0	350
Marathon Oil Corp	COM	565849100	214	4125	Shares	NONE	SOLE	NONE	143	0	71
McCormick & Co., Inc.	COM NON VTG	579780206	279	7826	Shares	NONE	SOLE	NONE	187	0	92
McDonalds Corp	COM	580135101	2729	48545	Shares	NONE	SOLE	NONE	2009	0	721
Medical Properties TRUST	COM	58463J304	174	17200	Shares	NONE	SOLE	NONE	99	0	75
Medtronic Inc	COM	585055106	1807	34917	Shares	NONE	SOLE	NONE	1148	0	659
Metlife Inc	COM	59156R108	618	11710	Shares	NONE	SOLE	NONE	495	0	123
Microsoft Corp	COM	594918104	1772	64431	Shares	NONE	SOLE	NONE	1174	0	599
Nike	CL B	654106103	958	16071	Shares	NONE	SOLE	NONE	590	0	368
Nordic American Tanker Shippin	COM	G65773106	271	6980	Shares	NONE	SOLE	NONE	162	0	109
Norfolk Southern Corp	COM	655844108	1329	21212	Shares	NONE	SOLE	NONE	1004	0	325
Northrop Grumman Corp	COM	666807102	259	3876	Shares	NONE	SOLE	NONE	161	0	99
Northstar Realty Finance Corp	COM	66704R100	85	10227	Shares	NONE	SOLE	NONE	44	0	41
Nustar Energy Lp	UNIT COM	67058H102	853	17991	Shares	NONE	SOLE	NONE	655	0	197
NYSE Euronext, Inc.	COM	629491101	324	6400	Shares	NONE	SOLE	NONE	256	0	68
Occidental Petroleum	COM	674599105	267	2971	Shares	NONE	SOLE	NONE	123	0	144
Oracle Corp	COM	68389X105	857	40803	Shares	NONE	SOLE	NONE	611	0	246
Parker Hannifin Corp	COM	701094104	970	13600	Shares	NONE	SOLE	NONE	619	0	351

Pepsico Inc-North Caroli	COM	713448108	3621	56936	Shares	NONE	SOLE	NONE	2475	0	1145
Pfizer Inc	COM	717081103	751	43000	Shares	NONE	SOLE	NONE	447	0	304
Philip Morris International In	COM	718172109	1118	22630	Shares	NONE	SOLE	NONE	834	0	284
Plum Creek Timber Co LP	COM	729251108	419	9805	Shares	NONE	SOLE	NONE	308	0	111
Procter & Gamble Co	COM	742718109	3653	60070	Shares	NONE	SOLE	NONE	2094	0	1559
Prudential Financial Inc	COM	744320102	278	4655	Shares	NONE	SOLE	NONE	197	0	82
Royal Dutch Shell A Adrf	SPON ADR A	780259206	1309	16025	Shares	NONE	SOLE	NONE	1243	0	67
S&P Depository Receipt	UNIT SER 1	78462F103	685	5354	Shares	NONE	SOLE	NONE	456	0	229
Schlumberger Ltd	COM	806857108	926	8617	Shares	NONE	SOLE	NONE	581	0	345
Ship Finance International Lim	SHS	G81075106	437	14807	Shares	NONE	SOLE	NONE	273	0	164
Siemens A G Adr	SPONSORED ADR	826197501	235	2136	Shares	NONE	SOLE	NONE	167	0	68
Southern Co	COM	842587107	236	6747	Shares	NONE	SOLE	NONE	172	0	63
SPDR Gold Shares	GOLD SHS	78463V107	867	9481	Shares	NONE	SOLE	NONE	477	0	390
Starbucks Corp	COM	855244109	203	12876	Shares	NONE	SOLE	NONE	103	0	100
StatoilHydro ASA Adr	SPONSORED ADR	85771P102	288	7700	Shares	NONE	SOLE	NONE	209	0	78
Stryker Corp	COM	863667101	356	5665	Shares	NONE	SOLE	NONE	205	0	151
Suburban Propane Prt L P	UNIT LTD PARTN	864482104	305	7987	Shares	NONE	SOLE	NONE	214	0	92
SunTrust Banks	COM	867914103	526	14516	Shares	NONE	SOLE	NONE	339	0	187
T. Rowe Price Associates	COM	74144T108	248	4400	Shares	NONE	SOLE	NONE	229	0	20
Target Inc	COM	87612E106	723	15560	Shares	NONE	SOLE	NONE	512	0	211
Teva Pharmaceutical Industries	ADR	881624209	719	15700	Shares	NONE	SOLE	NONE	553	0	166
Texas Instruments	COM	882508104	241	8558	Shares	NONE	SOLE	NONE	206	0	35
Textron Inc	COM	883203101	230	4802	Shares	NONE	SOLE	NONE	161	0	70
Timken Company	COM	887389104	688	20875	Shares	NONE	SOLE	NONE	459	0	229
Total S A Adr	SPONSORED ADR	89151E109	627	7350	Shares	NONE	SOLE	NONE	418	0	209
Toyota Motor Cp Adr Newf	SP ADR REP2COM	892331307	285	3032	Shares	NONE	SOLE	NONE	193	0	92
Transocean Inc	SHS	G90073100	528	3465	Shares	NONE	SOLE	NONE	352	0	176
United Parcel Service B	CL B	911312106	1129	18368	Shares	NONE	SOLE	NONE	747	0	382
United Technologies Corp	COM	913017109	912	14782	Shares	NONE	SOLE	NONE	656	0	256
Valero Energy	COM	91913Y100	783	19022	Shares	NONE	SOLE	NONE	576	0	207
Vanguard FTSE All-World ex-US	ALL WRLD EX US	922042775	5201	98041	Shares	NONE	SOLE	NONE	3441	0	1761
Vanguard Health Care ETF	HEALTH CAR ETF	92204A504	2981	56149	Shares	NONE	SOLE	NONE	2290	0	691
Vanguard Information Technolog	INF TECH ETF	92204A702	5887	111596	Shares	NONE	SOLE	NONE	4435	0	1452
Vanguard Mid Cap ETF	MID CAP ETF	922908629	625	8951	Shares	NONE	SOLE	NONE	446	0	179
Vanguard Small Cap ETF	SMALL CP ETF	922908751	1932	30905	Shares	NONE	SOLE	NONE	1262	0	671
Vanguard Telecom Services ETF	TELCOM ETF	92204A884	1832	29427	Shares	NONE	SOLE	NONE	1358	0	474
Vanguard Total Stock Market ET	STK MRK ETF	922908769	2935	45800	Shares	NONE	SOLE	NONE	2082	0	854

Verizon Communications	COM	92343V104	257	7256	Shares	NONE	SOLE	NONE	176	0	81
Wachovia Corp New	COM	929903102	283	18243	Shares	NONE	SOLE	NONE	194	0	89
Walmart Stores	COM	931142103	193	3440	Shares	NONE	SOLE	NONE	37	0	156
Walt Disney Co.	COM DISNEY	254687106	1614	51717	Shares	NONE	SOLE	NONE	1024	0	590
Wells Fargo & Co-New	COM	949746101	901	37934	Shares	NONE	SOLE	NONE	686	0	215
Weyerhaeuser Co	COM	962166104	352	6881	Shares	NONE	SOLE	NONE	214	0	138
Wm Wrigley Jr Co	COM	982526105	1348	17333	Shares	NONE	SOLE	NONE	986	0	362
Yum! Brands Inc	COM	988498101	1080	30775	Shares	NONE	SOLE	NONE	818	0	262
Zimmer Holdings Inc	COM	98956P102	520	7643	Shares	NONE	SOLE	NONE	369	0	151