

AVIALL INC
Form 4
June 28, 2005

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
WEGNER ARTHUR E

(Last) (First) (Middle)
2750 REGENT BLVD.
(Street)

DFW AIRPORT, TX 75261

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AVIALL INC [AVL]

3. Date of Earliest Transaction
(Month/Day/Year)
06/27/2005

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/27/2005		M		3,000 A \$ 5.0312	13,750	D
Common Stock	06/27/2005		M		3,000 A \$ 10.65	16,570	D
Common Stock	06/27/2005		M		3,000 A \$ 11.28	19,750	D
Common Stock	06/27/2005		M		3,000 A \$ 14.405	22,570	D
Common Stock	06/27/2005		M		5,000 A \$ 15.375	27,570	D
	06/27/2005		S		4,400 D \$ 31.57	23,170	D

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Common Stock								
Common Stock	06/27/2005		S	3,400	D	\$ 31.58	19,770	D
Common Stock	06/27/2005		S	200	D	\$ 31.63	19,570	D
Common Stock	06/27/2005		S	3,200	D	\$ 31.65	16,370	D
Common Stock	06/27/2005		S	5,200	D	\$ 31.7	11,170	D
Common Stock	06/27/2005		S	400	D	\$ 31.75	10,770	D
Common Stock	06/27/2005		S	200	D	\$ 31.79	10,570	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 5.0312	06/27/2005		M	3,000	07/03/2001 07/03/2010	Common Stock	3,000	
Employee Stock Option (right to buy)	\$ 10.65	06/27/2005		M	3,000	07/02/2002 07/02/2011	Common Stock	3,000	

Employee Stock Option (right to buy)	\$ 14.405	06/27/2005	M	3,000	07/01/2003	07/01/2012	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 11.28	06/27/2005	M	3,000	07/01/2004	07/01/2013	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 15.375	06/27/2005	M	5,000	02/02/2005	02/02/2014	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WEGNER ARTHUR E 2750 REGENT BLVD. DFW AIRPORT, TX 75261		X		

Signatures

/s/ R. Sean Elliott, attorney-in-fact for Arthur E.
Wegner

06/28/2005

 Signature of Reporting Person

 Date

Explanation of Responses:

* 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).

(1) Not Applicable

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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