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HEICO CORP  
Form 8-K  
May 24, 2004

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 24, 2004

HEICO CORPORATION  
(Exact name of registrant as specified in its charter)

FLORIDA	1-4604	65-0341002
(State or other jurisdiction of incorporation)	(Commission file number)	(I.R.S. Employer Identification No.)

3000 Taft Street, Hollywood, Florida	33021
(Address of principal executive offices)	(Zip Code)

(954) 987-4000  
(Registrant's telephone number, including area code)

ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On May 24, 2004, HEICO Corporation issued a press release announcing its financial results for the second quarter of fiscal 2004. A copy of the press release is furnished as Exhibit 99.1 to this report.

The information in this report shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any registration statement or other document filed under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

HEICO CORPORATION  
(Registrant)

Date: May 24, 2004

By: /s/ Thomas S. Irwin

Thomas S. Irwin

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Executive Vice President  
and Chief Financial Officer  
(Principal Financial and  
Accounting Officer)

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### EXHIBIT INDEX

EXHIBIT NO.	DESCRIPTION
99.1	Press release, dated May 24, 2004, titled "HEICO Reports Significantly Improved 2nd Qtr Results."

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