

AVIALL INC
Form 4
April 26, 2005

FORM 4

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

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
KIENZLE CHARLES M

(Last) (First) (Middle)
2750 REGENT BOULEVARD

(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)
04/22/2005

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)
Senior VP of Operations

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 04/22/2005 | | M | | 25,000 | A | \$ 9.4375 |
| | | | | | 72,046 | | |
| Common Stock | 04/22/2005 | | S | | 25,000 | D | \$ 29.9 |
| | | | | | 47,046 | | |
| Common Stock | 04/22/2005 | | S | | 6,300 | D | \$ 30.05 |
| | | | | | 40,746 | | |
| Common Stock | 04/22/2005 | | S | | 700 | D | \$ 30.08 |
| | | | | | 40,046 | | |
| Common Stock | 04/22/2005 | | S | | 3,000 | D | \$ 30.16 |
| | | | | | 37,046 | | |

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| | | | | | | | |
|--------------|------------|---|-------|---|------------|--------|---|
| Common Stock | 04/22/2005 | S | 2,800 | D | \$ 30.2 | 34,246 | D |
| Common Stock | 04/22/2005 | S | 1,400 | D | \$ 30.17 | 32,846 | D |
| Common Stock | 04/22/2005 | S | 200 | D | \$ 30.19 | 32,646 | D |
| Common Stock | 04/22/2005 | S | 600 | D | \$ 30.18 | 32,046 | D |
| Common Stock | 04/22/2005 | S | 600 | D | \$ 30.25 | 31,446 | D |
| Common Stock | 04/22/2005 | S | 200 | D | \$ 30.26 | 31,246 | D |
| Common Stock | 04/22/2005 | S | 500 | D | \$ 30.21 | 30,746 | D |
| Common Stock | 04/22/2005 | S | 100 | D | \$ 30.23 | 30,646 | D |
| Common Stock | 04/22/2005 | S | 200 | D | \$ 30.22 | 30,446 | D |
| Common Stock | 04/22/2005 | S | 1,000 | D | \$ 30.24 | 29,446 | D |
| Common Stock | 04/22/2005 | S | 300 | D | \$ 30.3 | 29,146 | D |
| Common Stock | 04/22/2005 | S | 100 | D | \$ 30.35 | 29,046 | D |
| Common Stock | 04/22/2005 | S | 1,500 | D | \$ 30.41 | 27,546 | D |
| Common Stock | 04/22/2005 | S | 4,526 | D | \$ 31 | 23,020 | D |
| Common Stock | 04/25/2005 | M | 8,112 | A | \$ 10.9375 | 31,132 | D |
| Common Stock | 04/25/2005 | S | 2,112 | D | \$ 30.1 | 29,020 | D |
| Common Stock | 04/25/2005 | S | 500 | D | \$ 30.09 | 28,520 | D |
| Common Stock | 04/25/2005 | S | 100 | D | \$ 30.04 | 28,420 | D |
| Common Stock | 04/25/2005 | S | 5,400 | D | \$ 30 | 23,020 | D |

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

Persons who respond to the collection of information contained in this form are not

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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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (right to buy) | \$ 9.4375 | 04/22/2005 | | M | 25,000 | ⁽¹⁾ 06/09/2006 | Common Stock 25,000 |
| Employee Stock Option (right to buy) | \$ 10.9375 | 04/25/2005 | | M | 8,112 | ⁽³⁾ 03/18/2007 | Common Stock 8,112 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| KIENZLE CHARLES M 2750 REGENT BOULEVARD DFW AIRPORT, TX 75261 | | | Senior VP of Operations | |

Signatures

/s/ R. Sean Elliott, attorney-in-fact for Charles M. Kienzle

04/26/2005

__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) 8,250 options became exercisable on 6/10/1997, 8,250 options became exercisable on 6/10/1998, and 8,500 options became exercisable on 6/10/1999.

(2) Not Applicable

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- (3) 2,676 options became exercisable on 3/19/1998, 2,677 options became exercisable on 3/19/1999, and 2,759 options became exercisable on 3/19/2000.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.