QUINN JAMES T Form 4

June 03, 2005

FORM 4

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

Check this box

if no longer subject to Section 16.

Form 4 or Form 5

obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * **QUINN JAMES T**

(Street)

(Ctota)

(First) (Middle)

2750 REGENT BLVD.

2. Issuer Name and Ticker or Trading Symbol

AVIALL INC [AVL]

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

06/01/2005

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

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

Issuer (Check all applicable) Director 10% Owner Other (specify _X__ Officer (give title) below) Sr. VP of Sales and Marketing 6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

5. Relationship of Reporting Person(s) to

DFW AIRPORT, TX 75261

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securionor Dispo (Instr. 3,	sed of 4 and (A) or		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)
Common Stock	06/01/2005		M	8,112	A	\$ 10.9375	39,626	D	
Common Stock	06/01/2005		M	5,961	A	\$ 11.0625	45,587	D	
Common Stock	06/01/2005		M	5,315	A	\$ 7.46	50,902	D	
Common Stock	06/01/2005		S	303	D	\$ 31.1	50,599	D	
Common Stock	06/01/2005		S	200	D	\$ 31.12	50,399	D	

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Common Stock	06/01/2005	S	200	D	\$ 31.13	50,199	D	
Common Stock	06/01/2005	S	1,800	D	\$ 31.14	48,399	D	
Common Stock	06/01/2005	S	300	D	\$ 31.16	48,099	D	
Common Stock	06/01/2005	S	570	D	\$ 31.17	47,529	D	
Common Stock	06/01/2005	S	100	D	\$ 31.18	47,429	D	
Common Stock	06/01/2005	S	300	D	\$ 31.2	47,129	D	
Common Stock	06/01/2005	S	100	D	\$ 31.21	47,029	D	
Common Stock	06/01/2005	S	100	D	\$ 31.22	46,929	D	
Common Stock	06/01/2005	S	100	D	\$ 31.23	46,829	D	
Common Stock	06/01/2005	S	200	D	\$ 31.24	46,629	D	
Common Stock	06/01/2005	S	900	D	\$ 31.25	45,729	D	
Common Stock	06/01/2005	S	500	D	\$ 31.26	45,229	D	
Common Stock	06/01/2005	S	800	D	\$ 31.27	44,429	D	
Common Stock	06/01/2005	S	4,900	D	\$ 31.28	39,529	D	
Common Stock	06/01/2005	S	100	D	\$ 31.29	39,429	D	
Common Stock	06/01/2005	S	300	D	\$ 31.31	39,129	D	
Common Stock	06/01/2005	S	1,600	D	\$ 31.32	37,529	D	
Common Stock	06/01/2005	S	700	D	\$ 31.33	36,829	D	
Common Stock						650.88	I	401(k) Plan

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

SEC 1474 (9-02)

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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. Transactio Code (Instr. 8)			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)	\$ 10.9375	06/01/2005		M		8,112	<u>(1)</u>	03/18/2007	Common Stock	8,112
Employee Stock Option (right to buy)	\$ 11.0625	06/01/2005		M		5,961	(3)	01/25/2009	Common Stock	5,961
Employee Stock Option (right to buy)	\$ 7.46	06/01/2005		M		5,315	01/30/2005	01/30/2010	Common Stock	5,315

Reporting Owners

Reporting Owner Name / Address	Relationships					
.F	Director	10% Owner	Officer	Other		
QUINN JAMES T						
2750 REGENT BLVD.			Sr. VP of Sales and Marketing			
DFW AIRPORT TX 75261						

Signatures

/s/ R. Sean Elliott, attorney-in-fact for James 1.	
Quinn	06/03/2005
**Signature of Reporting Person	Date

Reporting Owners 3

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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) 2,676 of the options vested on 3/19/1998, 2,677 of the options vested on 3/19/1999 and 2,759 of the options vested on 3/19/2000.
- (2) Not Applicable
- (3) 3,333 of the options vested on 1/26/2001, and 2,628 of the options vested on 1/26/2002.

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.