

KIENZLE CHARLES M
Form 4
May 16, 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 *
KIENZLE CHARLES M

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
05/11/2005

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior VP of Operations

DFW AIRPORT, TX 75261

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 (A) or (D) Price			
Common Stock	05/11/2005		G ⁽¹⁾	V 160 D <u>(2)</u> 22,860	D		
Common Stock	05/11/2005		G ⁽¹⁾	V 160 A <u>(2)</u> 160	I	By Son	
Common Stock	05/12/2005		M	7,400 A \$ 14.7813 30,260	D		
Common Stock	05/12/2005		S	4,000 D \$ 30 26,260	D		
Common Stock	05/12/2005		S	400 D \$ 30.04 25,860	D		

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Common Stock	05/12/2005	S	2,300	D	\$ 30.1	23,560	D
Common Stock	05/12/2005	S	700	D	\$ 30.22	22,860	D
Common Stock	05/13/2005	M	12,200	A	\$ 14.7813	35,060	D
Common Stock	05/13/2005	M	25,961	A	\$ 11.0625	61,021	D
Common Stock	05/13/2005	M	16,667	A	\$ 8.9375	77,688	D
Common Stock	05/13/2005	M	15,675	A	\$ 6.1875	93,363	D
Common Stock	05/13/2005	M	11,305	A	\$ 7.1	104,668	D
Common Stock	05/13/2005	S	65,100	D	\$ 30	39,568	D
Common Stock	05/13/2005	S	5,000	D	\$ 30.02	34,568	D
Common Stock	05/13/2005	S	100	D	\$ 30.03	34,468	D
Common Stock	05/13/2005	S	2,000	D	\$ 30.05	32,468	D
Common Stock	05/13/2005	S	1,000	D	\$ 30.1	31,468	D
Common Stock	05/13/2005	S	2,000	D	\$ 30.17	29,468	D
Common Stock	05/13/2005	S	2,608	D	\$ 30.2	26,860	D
Common Stock	05/13/2005	S	2,000	D	\$ 30.22	24,860	D
Common Stock	05/13/2005	S	2,000	D	\$ 30.24	22,860	D

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

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SEC 1474
(9-02)

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

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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)	\$ 14.7813	05/12/2005		M		7,400		<u>(3)</u>	03/16/2008	Common Stock	7,400
Employee Stock Option (right to buy)	\$ 14.7813	05/13/2005		M		12,200		<u>(3)</u>	03/16/2008	Common Stock	12,200
Employee Stock Option (right to buy)	\$ 11.0625	05/13/2005		M		25,961		<u>(4)</u>	01/25/2009	Common Stock	25,961
Employee Stock Option (right to buy)	\$ 8.9375	05/13/2005		M		16,667		<u>(5)</u>	03/14/2010	Common Stock	16,667
Employee Stock Option (right to buy)	\$ 6.1875	05/13/2005		M		15,675		<u>(6)</u>	01/19/2011	Common Stock	15,675
Employee Stock Option (right to buy)	\$ 7.1	05/13/2005		M		11,305		<u>(7)</u>	01/29/2012	Common Stock	11,305

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

05/16/2005

__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).

Represents gift to reporting person's son. The reporting person disclaims beneficial ownership of the shares held by his son, and this

- (1) report should not be deemed an admission that the reporting person is the beneficial owner of his son's shares for the purposes of Section 16 or for any other purpose.
- (2) Not Applicable
- (3) 9,801 of the options vested on 3/17/1999, 10,000 of the options vested on 3/17/2000 and 3,235 of the options vested on 3/17/2001.
- (4) 11,666 of the options vested on 1/26/2000, 11,667 of the options vested on 1/26/2001 and 2,628 of the options vested on 1/26/2002.
- (5) 8,334 of the options vested on 3/14/2001 and 8,333 of the options vested on 3/14/2002.
- (6) 9,900 of the options vested on 1/19/2002 and 5,775 of the options vested on 1/19/2003.
- (7) 8,250 of the options vested on 1/29/2003 and 3,005 of the options vested on 1/29/2004.

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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