FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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hours per response:	0.5								

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* SCHRIESHEIM ALAN								2. Issuer Name and Ticker or Trading Symbol HEICO CORP [HEI, HEI.A]										olicable)					
																					-		
(Last) (First) (Middle) 3000 TAFT STREET							3. Date of Earliest Transaction (Month/Day/Year) 07/28/2009																
					4 11	4. If Amendment, Date of Original Filed (Month/Day/Vear)											6 Individual or Joint/Group Filing (Check Applicable						
(Stroot)							4. If Americanent, Date of Original Filed (Month/Ddy/fedf)										idddi 0	al of John Group Filling (Check Applicable					
(Street) HOLLYWOOD FL 33021																X	Form filed by One Reporting Person						
																	Form filed by More than One Reporting Person						
(City) (State) (Zip)																							
		Tabl	e I - No	n-Deriv	ative	Se	ecu	ritie	s Acq	uired,	Dis	osed o	f, or	Bene	fici	ally (Owne	ed					
						Execution Date,			Code (4 and Secu Bene Own		ities icially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
										Code	v	Amount	() (I	A) or D)	Price	,	Transa	action(s)			(Instr. 4)		
Class A Common Stock 07/28/												2,630		Α	\$30.29		2,630		D				
Class A Common Stock 07/29										S		2,630		D \$		9.9	0		D				
Common Stock																		560	D				
Class A Common Stock																	2,200		I		By estate ⁽¹⁾		
		Та															vned						
Perivative Conversion Date			Execution if any	on Date, Tra		de (Instr.		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiratio	n Date	•	Amou		unt	Deriv Secu	ivative urity tr. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	ESHE FT STR WOOD Common Stock Common 2. Convers or Exerc Price of Derivativ	(First FT STREET WOOD FL (State Security (Instr. Common Stoce Stock Common Stoce Stock Common Stoce Price of Derivative Stock Stock Stoce Price of Derivative Stoce Stoc	(First) (FT STREET WOOD FL 3 (State) (Table Security (Instr. 3) Common Stock Common Stock Stock Common Stock Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) FT STREET WOOD FL 33021 (State) (Zip) Table I - No Security (Instr. 3) Common Stock Common Stock Stock Table II - I 2. Conversion or Exercise Price of Derivative (Month/Day/Year) [Any (Month/D	(First) (Middle) FT STREET WOOD FL 33021 (State) (Zip) Table I - Non-Derive Common Stock Common Stock Table II - Derivate (e.g., properties of Derivative Price of Derivative (Month/Day/Year) 2. Table II - Demonstrate (e.g., properties of Derivative) 3. Transaction Date (Month/Day/Year)	(First) (Middle) (First) (Middle) FT STREET WOOD FL 33021 (State) (Zip) Table I - Non-Derivative (Month/Day/Year) Common Stock Table II - Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Table II - Derivative Security (e.g., puts, or Code (Month/Day/Year) 2. (State) (Zip) Table II - Derivative Security (Instr. 3) 3. Italian (Month/Day/Year) 3. Transaction Date (Month/Day/Year)	(First) (Middle) (First) (Middle) (First) (Middle) FT STREET 3. Date 07/28/ 4. If Arr WOOD FL 33021 (State) (Zip) Table I - Non-Derivative Security (Instr. 3) Common Stock 07/28/2009 Common Stock 07/29/2009 Stock Table II - Derivative Security (e.g., puts, call of Exercise Price of Derivative (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 2. Table II - Derivative Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Code (Instruction Derivative) Stock 1. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year) 4. Transaction Date (Month/Day/Year)	HEICO	ESHEIM ALAN (First) (Middle) FT STREET 3. Date of Earlies 07/28/2009 4. If Amendment, WOOD FL 33021 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) Execution Date (Month/Day/Year) Common Stock Table II - Derivative Securities (e.g., puts, calls, warrance of Exercise Price of Derivative Security 2. Transaction Date (Month/Day/Year) Stock Table II - Derivative Securities (e.g., puts, calls, warrance of Exercise Price of Derivative Security (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) Security (Instr. 3) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (a) Or Derivative Securities (A) (A) Or Disponding (A) O	### CORP [Common Stock Common	HEICO CORP HEI, HI	Common Stock Stock	HEICO CORP [HEI, HEI.A]	(First) (Middle) FT STREET 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Sommon Stock 07/28/2009 P 2,630 Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Securities Acquired (Month/Day/Year) (Common Stock 07/28/2009 P 2,630 Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Securities Acquired (Instr. 9) (Code V Amount (Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible security Securities Acquired (Month/Day/Year) 2. Conversion or Exercise (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) A. Deemed Execution Date if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Conversion Of the Conversion Date (Instr. 3) 3. Transaction Code (Instr. 3) 3. Transaction Code (Instr. 3) 3. Transaction Date (Instr. 3) 3. Deemed Execution Date (Instr. 3) (Instr. 3, 4) (Instr. 3, 4) A. Securities Acquired (Instr. 3) Derivative Securities Acquired (Month/Day/Year) (Instr. 3, 4) Derivative Securities Acquir	Common Stock O7/28/2009 P Q.630 A Common Stock O7/28/2009 S Q.630 D Common Stock O7/29/2009 O D Common Stock O7/29/2009 Common Stock O7/29/2009 O D Common Stock O7/29/2009 Common Stock O7/29/2009 O D Common Stock O7/29/2009 O O O O O O O O O	HEICO CORP [HEI, HEI.A] Green	HEICO CORP HEI, HEI.A Securities Acquired, Disposed of, or Beneficially of Common Stock O7/28/2009 P 2,630 A \$30.29	HEICO CORP [HEI, HEI.A] Check all apt X Direct Policy (Check all apt X Direct Policy Po	### HEICO CORP [HEI, HEI.A] Check all applicable) X Director Officer (give title below) ### Amendment, Date of Original Filed (Month/Day/Year)	HEICO CORP HEI, HEIA Solution Check all applicable X Director 10 Common Stock 1729/2009 P 2,630 A \$3.0.29 2,630 D Common Stock 07/28/2009 P 2,630 A \$3.0.29 2,630 D Common Stock 07/29/2009 S 2,630 D \$2.9.9 O D Stock 07/29/2009 S 2,630 D \$2.700 I Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Downward Common Stock 07/29/2009 P 2,630 A \$3.0.29 2,630 D Stock 07/29/2009 S 2,630 D \$2.9.9 O D D Stock 07/29/2009 S 2,630 D Stock 07/29/2009 S 2,630	Check all applicable Check all applicable		

Explanation of Responses:

1. Amount of securities beneficially owned includes 2,200 Class A Common Stock shares held by the estate of deceased spouse.

Remarks:

Alan Schriesheim

07/29/2009

** Signature of Reporting Person

Date

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

- * 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).

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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