AEROSONIC CORP /DE/ Form NT 11-K June 29, 2006

City, State and Zip Code: Clearwater, Florida 33765

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC. 20549

FORM 12b-25

SEC File Number: 1-11750

NOTIFICATION OF LATE FILING

	(Chec	ck One):	£ Form 10-K	£ Form 20-F	S	Form 11-K	£	Form 10-Q	£	Form 10-D
			£ Form N-SAR	£ Form N-CSR						
For	Period	Ended: I	<u>December 31, 200</u>	<u>5</u>						
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	£		on Report on Form on Report on Form		£			t on Form 10)
	£		•		L	Transmon K	ероі	rt on Form N-	SAL	
For	£ Transition Report on Form 11-K For the Transition Period Ended:									
Read	d attac	hed instr	uction sheet before	e preparing form. P	leas	e print or type				
Notl	ning in	this form	n shall he construe	d to imply that the (¬om	mission has ve	erifi.	ed any inform	atio	n contained herein
IVOLI	iiiig iii	uns iom	i shan be constitue	a to imply that the C	JOIII	iiiissioii iias v		cu any miorin	iatio	ii contained nerein.
If th	e notif	ication re	elates to a portion of	of the filing checked	l abo	ove, identify th	ne ite	em(s) to whic	h the	e notification relates:
				PA	ART	'I				
REGISTRANT INFORMATION										
Full	name	of registr	ant: Aerosonic C o	orporation 401(k) I	<u>Plan</u>					
Forr	ner naı	me if app	licable:							
Add	Address of principal executive office (Street and number): 1212 North Hercules Avenue									

PART II

RULE 12b-25 (b) AND (c)

If the subject report could not be filed without unreasonable effort or expense and the registrant seeks relief pursuant to Rule 12b-25(b), the following should be completed. (Check box if appropriate.)

- (a) The reasons described in reasonable detail in Part III of this form could not be eliminated without unreasonable effort or expense;
- (b) The subject annual report, semi-annual report, transition report on Form 10-K, 20-F, 11-K, Form N-SAR or Form N-CSR, or portion thereof will be filed on or before the fifteenth calendar day following the prescribed due date; or the subject quarterly report or transition report on Form 10-Q or subject distribution report on Form 10-D, or portion thereof, will be filed on or before the fifth calendar day following the prescribed due date; and
- (c) The accountant s statement or other exhibit required by Rule 12b-25(c) has been attached if applicable.

PART III

NARRATIVE

State below in reasonable detail the reasons why Form 10-K, 20-F, 11-K, 10-Q, 10-D, N-SAR, N-CSR or the transition report or portion thereof, could not be filed within the prescribed time period.

The auditors for the Aerosonic Corporation 401(k) Plan (the Plan) were unable to review the financial statements for the Plan for the Plan year ended December 31, 2005 in time for preparation and timely filing of Form 11-K without unreasonable effort or expense on behalf of the Plan.

PART IV

OTHER INFORMATION

(1) Name and telephone number of person to contact in regard to this notification:

Gary E. Colbert, Executive Vice President and Chief Financial

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Officer, Secretary and Treasurer of Aerosonic Corporation and

Agent for Service of Legal Process of the Plan; (727) 461-3000

(Name) (Area Code) (Telephone Number)

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	Have all other periodic reports required under Section 13 or 15(d) of the Securities Exchange Act of 1934 or 30 of the Investment Company Act of 1940 during the preceding 12 months or for such shorter period that the nt was required to file such report(s) been filed? If the answer is no, identify report(s).
	S Yes £ No
(3) fiscal ye	Is it anticipated that any significant change in results of operations from the corresponding period for the last ear will be reflected by the earnings statements to be included in the subject report or portion thereof?
	£ Yes S No
	tach an explanation of the anticipated change, both narratively and quantitatively, and, if appropriate, state the why a reasonable estimate of the results cannot be made.

AEROSONIC CORPORATION 401(k) PLAN

(Name of registrant as specified in charter)

has caused this notification to be signed on its behalf by the undersigned thereunto duly authorized:

Aerosonic Corporation 401(k) Plan

By: /s/ Gary E. Colbert June 29, 2006

Gary E. Colbert

Executive Vice President and Chief Financial Officer,

Secretary and Treasurer of Aerosonic Corporation and

Agent for Service of Legal Process of the 401(k) Plan

Instruction. The form may be signed by an executive officer of the registrant or by any other duly authorized representative. The name and title of the person signing the form shall be typed or printed beneath the signature. If the statement is signed on behalf of the registrant by an authorized representative (other than an executive officer), evidence of the representative s authority to sign on behalf of the registrant shall be filed with the form.

ATTENTION

Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).