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**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

SCHEDULE 13G

**Under the Securities Exchange Act of 1934
(Amendment No. 1)***

AeroVironment, Inc.

(Name of Issuer)

Common Stock, par value \$0.0001 per share
(Title of Class of Securities)

008073108
(CUSIP Number)

December 31, 2008
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Schedule 13G

CUSIP No. 008073108

1	NAMES OF REPORTING PERSONS Timothy E. Conver	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION United States citizen	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5	SOLE VOTING POWER 887,087 shares (1)
	6	SHARED VOTING POWER 3,772,392 shares (2)
	7	SOLE DISPOSITIVE POWER 887,087 shares (1)
	8	SHARED DISPOSITIVE POWER 3,772,392 shares (3)
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 4,659,479 shares (4)	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 22.1% (5)	
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) IN	

(1) Includes (i) options to purchase 118,192 shares of AeroVironment, Inc. common stock exercisable within 60 days of December 31, 2008, (ii) 100 shares of AeroVironment, Inc. common stock held by Mr. Conver and (iii) 768,795 shares of AeroVironment, Inc. common stock held by the Whiting Family Limited Partnership, of which Mr. Conver's wife is general partner and has sole voting and dispositive power.

(2) Includes 3,772,392 shares of AeroVironment, Inc. common stock held by the Conver Family Trust, of which Mr. Conver is a trustee.

(3) Includes 3,772,392 shares of AeroVironment, Inc. common stock held by the Conver Family Trust, of which Mr. Conver is a trustee.

(4) Mr. Conver disclaims beneficial ownership of the shares listed above, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission for purposes of Sections 13(d) or 13(g) or any other purpose.

(5) Based on 21,104,222 shares of common stock of AeroVironment, Inc. outstanding as of November 19, 2008, as reported in AeroVironment, Inc.'s Quarterly Report on Form 10-Q filed on December 4, 2008.

CUSIP No. 008073108

1	NAMES OF REPORTING PERSONS Conver Family Trust	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	CITIZENSHIP OR PLACE OF ORGANIZATION State of California, United States	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	5	SOLE VOTING POWER 3,772,392 shares
	6	SHARED VOTING POWER 0 shares
	7	SOLE DISPOSITIVE POWER 3,772,392 shares
	8	SHARED DISPOSITIVE POWER 0 shares
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 3,772,392 shares	
10	CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS) <input type="checkbox"/>	
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 17.9%(1)	
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS) OO	

(1) Based on 21,104,222 shares of common stock of AeroVironment, Inc. outstanding as of November 19, 2008, as reported in AeroVironment, Inc.'s Quarterly Report on Form 10-Q filed on December 4, 2008.

CUSIP No.

Item 1(a). Name of Issuer:

AeroVironment, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

181 W. Huntington Drive, Monrovia, CA 91016

Item 2(a). Name of Person Filing:

This Schedule is being filed by Timothy E. Conver and the Conver Family Trust. Mr. Conver and the Conver Family Trust are filing this Schedule jointly, pursuant to the provisions of Rule 13d-1(k)(1) under the Securities Exchange Act, as amended, and not as separate persons.

Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of Mr. Conver and the Conver Family Trust is: c/o AeroVironment, Inc., 181 W. Huntington Drive., Monrovia, CA 91016.

Item 2(c). Citizenship:

Mr. Conver is a United States citizen. The Conver Family Trust was formed in the State of California, United States.

Item 2(d). Title of Class of Securities:

Common stock, \$0.0001 par value per share

Item 2(e). CUSIP Number:

008073108

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Exchange Act.
 - (b) Bank as defined in Section 3(a)(6) of the Exchange Act.
 - (c) Insurance company as defined in Section 3(a)(19) of the Exchange Act.
 - (d) Investment company registered under Section 8 of the Investment Company Act.
 - (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
 - (f) An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
 - (g) A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
 - (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
 - (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
 - (j) Group, in accordance with Rule 13d-1(b)(1)(ii)(J).
-

CUSIP No.

008073108

Item 4. Ownership

- (a) Amount beneficially owned:
 - Mr. Conver: 4,659,479 Shares (1)
 - Conver Family Trust: 3,772,392 Shares
- (b) Percent of class (2):
 - Mr. Conver: 22.1%
 - Conver Family Trust: 17.9%
- (c) Number of shares as to which such person has:
 - (i) Sole power to vote or to direct the vote:
 - Mr. Conver: 887,087 Shares (3)
 - Conver Family Trust: 3,772,392 Shares
 - (ii) Shared power to vote or to direct the vote:
 - Mr. Conver: 3,772,392 Shares (4)
 - Conver Family Trust: 0 Shares
 - (iii) Sole power to dispose or to direct the disposition of:
 - Mr. Conver: 887,087 Shares (3)
 - Conver Family Trust: 3,772,392 Shares
 - (iv) Shared power to dispose or to direct the disposition of:
 - Mr. Conver: 3,772,392 Shares (5)
 - Conver Family Trust: 0 Shares

(1) Mr. Conver disclaims beneficial ownership of these shares, except to the extent of his pecuniary interest therein, and this report shall not be deemed an admission for purposes of Sections 13(d) or 13(g) or any other purpose.

(2) Based on 21,104,222 shares of common stock of AeroVironment, Inc. outstanding as of November 19, 2008, as reported in AeroVironment, Inc.'s Quarterly Report on Form 10-Q filed on December 4, 2008.

(3) Includes (i) options to purchase 118,192 shares of AeroVironment, Inc. common stock exercisable within 60 days of December 31, 2008, (ii) 100 shares of AeroVironment, Inc.

CUSIP No. 008073108

common stock held by Mr. Conver and (iii) 768,795 shares of AeroVironment, Inc. common stock held by the Whiting Family Limited Partnership, of which Mr. Conver's wife is general partner and has sole voting and dispositive power.

(4) Includes 3,772,392 shares of AeroVironment, Inc. common stock held by the Conver Family Trust, of which Mr. Conver is a trustee.

(5) Includes 3,772,392 shares of AeroVironment, Inc. common stock held by the Conver Family Trust, of which Mr. Conver is a trustee.

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

Item 6. Ownership of More than Five Percent on Behalf of Another Person:

Not applicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company or Control Person:

Not applicable

Item 8. Identification and Classification of Members of the Group:

Not applicable

Item 9. Notice of Dissolution of Group:

Not applicable

Item 10. Certifications:

Not applicable

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 17, 2009

TIMOTHY E. CONVER

/s/ Timothy E. Conver*

Name: Timothy E. Conver

CONVER FAMILY TRUST

By: /s/ Timothy E. Conver*

Name: Timothy E. Conver

Title: Trustee

* By Leslie R. Ravestein, as Attorney-in-Fact.

Exhibit Index

- Exhibit 1 Joint Filing Agreement.
- Exhibit 2 Power of Attorney.

JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended, the undersigned agree to the joint filing on behalf of each of them of a Schedule 13G (including any and all amendments thereto) with respect to the common stock, par value of \$0.0001, of AeroVironment, Inc., and further agree that this Joint Filing Agreement shall be included as an exhibit to such joint filings.

The undersigned further agree that each party hereto is responsible for the timely filing of such Schedule 13G and any amendments thereto, and for the completeness and accuracy of the information concerning such party contained therein; provided that no party is responsible for the completeness or accuracy of the information concerning any other filing party, unless such party knows or has reason to believe that such information is inaccurate.

This Joint Filing Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original instrument, but all of such counterparts together shall constitute one agreement.

In evidence thereof, the undersigned, being duly authorized, hereby execute this Joint Filing Agreement this 17th day of February, 2009.

TIMOTHY E. CONVER

/s/ Timothy E. Conver

Name: Timothy E. Conver

CONVER FAMILY TRUST

By: /s/ Timothy E. Conver

Name: Timothy E. Conver

Title: Trustee

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Marco Quihuis and Leslie Ravestein, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of AeroVironment, Inc. (the "Company"), Schedules 13 and Forms 3, 4, and 5 and any amendments thereto in accordance with Sections 13(d)-(g) or 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Schedule 13 or Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Sections 13 or 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Schedules 13 and Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 17th day of February, 2009.

TIMOTHY E. CONVER

/s/ Timothy E. Conver

Name: Timothy E. Conver

CONVER FAMILY TRUST

By: /s/ Timothy E. Conver

Name: Timothy E. Conver

Title: Trustee