Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

wasinington,	D.C.	20349	

STATEMENT OF CHANGES IN BENEFICIAL OWNERS	HIP
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OMB APP	OMB APPROVAL								
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Mahoney Timothy O.													Relationship of eck all applic Directo	able)	g Perso	on(s) to Issu 10% Ow Other (s	ner	
(Last) (First) (Middle) 101 COLUMBIA ROAD					3. Date of Earliest Transaction (Month/Day/Year) 12/31/2010								helow)		EO, A	below) Aerospace	респу	
(Street)  MORRISTOWN NJ 07960  (City) (State) (Zip)				4. If Amendment, Date of Original Filed (Month/Day/Year)						Lin	X Form filed by One Reporting Person  Form filed by More than One Reporting  Person							
1. Title of Security (Instr. 3) 2. Train Date		2. Trans	2. Transaction 2A. Deemed		3. Transaction Code (Instr. 8)  4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4)			d (A) or	5. Amour	Form ly (D) o	Form	n: Direct I or Indirect E	7. Nature of Indirect Beneficial Ownership					
					. ,		Code V	,	Amount	(A) or (D)	Price	Reported Transacti (Instr. 3 a	l ion(s)			(Instr. 4)		
		Ta							ired, Dis options					Owned				
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)				6. Date Exercisable and Expiration Date (Month/Day/Year)		е	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number o derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	e s Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title	Amount or Number of Shares					
Supplemental Savings Plan Interests	(1)	12/31/2010			A <sup>(2)</sup>		17.327		(2)		(2)	Common Stock	17.32	\$53.16	2,986.0	)34	D	

## Explanation of Responses:

- 1. Instrument converts to common stock on a one-for-one basis.
- 2. Reflects phantom shares of common stock represented by Company contributions to my account under the Executive Supplemental Savings Plan under Rule 16b-3 on 12/31/2010.

<u>Jacqueline Katzel FOR Timothy</u> <u>O. Mahoney</u>

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.