SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

<u>Glassman Scott</u> (r	. Date of Event equiring Stater Month/Day/Yea 2/08/2008	nent	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>AIR INDUSTRIES GROUP, INC.</u> [ OTCBB:AIRI ]					
(Last) (First) (Middle) 1479 NORTH CLINTON AVENUE			4. Relationship of Reporting Perso (Check all applicable) Director	on(s) to Issue 10% Owne	(M	Amendment, Danth/Day/Year)	ate of Original Filed	
			X Officer (give title below)	Other (specify below)		6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)			Chief Accounting Officer			X Form filed by One Reporting Person		
BAY SHORE NY 11706						Form filed by Reporting P	y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock, par value \$.001			5,000	D				
Table II - Derivative Securities Beneficially Owned           (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securit		4. Conversion or Exercise Price of	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
Stock options	01/01/2008 <sup>(1)</sup>	12/31/2015	Common Stock	2,000	0.276	D		

Explanation of Responses:

1. Stock Options to purchase 10,000 shares pursuant to AIRI 2007 Stock Incentive Plan. Options vest in cumulative award increments of 2,000 shares on January 1 of each year, commencing January 1, 2009 through and including 2013.

<u>/s/ Scott Glassman</u> <u>12/17/2008</u>

\*\* 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 5 (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.