Parodi Dennis R Form 3 March 03, 2006

### FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, response...

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *  Parodi Dennis R		2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Name and Ticker or Trading Symbol AMERICAN EAGLE OUTFITTERS INC [AEOS]					
	First) (Middle)	02/28/2006	j	4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)			
150 THORN HILL DRIVE				(Cl. 1 11 1'		`			
(Street)				(Check all applicable)		6. Individual or Joint/Group			
WARRENDAL				T 10% T Otherw) (specify below) EVP	Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City) (S	tate) (Zip)		Table I - N	Non-Derivat	on-Derivative Securities Beneficially Owned				
1.Title of Security (Instr. 4)			2. Amount of Beneficially (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Na Owne (Instr	•		
Common Stock,	, without par valu	e	24,591		D	Â			
Common Stock,	, without par valu	e	3,033		I	By 4	-01(k)		
Common Stock,	, without par valu	e	1,427		I	ВуТ	rust		
Reminder: Report or owned directly or in		each class of secu	ırities benefici	ially S	SEC 1473 (7-02	2)			
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security	2. Date Exercisable and	3. Title and Amount of	4.	5.	6. Nature of Indirect
(Instr. 4)	Expiration Date	Securities Underlying	Conversion	Ownership	Beneficial Ownership
	(Month/Day/Year)	Derivative Security	or Exercise	Form of	(Instr. 5)

#### Edgar Filing: Parodi Dennis R - Form 3

	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option - Right to Buy	(1)	03/04/2013	Common Stock, without par value	50,000	\$ 7.03	D	Â
Stock Option - Right to Buy	(1)	02/28/2013	Common Stock, without par value	47,800	\$ 25.47	D	Â

#### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
F	Director	Director 10% Owner Off		fficer Other		
Parodi Dennis R 150 THORN HILL DRIVE WARRENDALE, PA 15095	Â	Â	EVP	Â		

## **Signatures**

By: Robert J. Tannous,
Attorney-in-Fact

\*\*Signature of Reporting Person

Date

#### **Explanation of Responses:**

- \* 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).
- (1) Option vests 1/3 per year beginning on the first anniversary of the date of grant.

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#### **Remarks:**

EXHIBITÂ INDEX

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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