AMERICAN EAGLE OUTFITTERS INC

Form 4

September 14, 2006

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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(Print or Type Responses)

1. Name and Address of Reporting Person [*] SCHOTTENSTEIN JAY L	2. Issuer Name **and** Ticker or Trading Symbol AMERICAN EAGLE OUTFITTERS INC [AEOS]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/12/2006	__X__ Director __X__ 10% Owner __X__ Officer (give title _____ _____ Other (specify below) below) Chairman of the Board
1800 MOLER ROAD		
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person
COLUMBUS, OH 43207		
(City) (State) (Zip)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, without par value	09/12/2006		S		3,885	D	$ 42.29	100,965	D	
Common Stock, without par value	09/12/2006		S		2,607	D	$ 42.3	98,358	D	
Common Stock, without par value	09/12/2006		S		606	D	$ 42.31	97,752	D	

Common Stock, without par value	09/12/2006	S	138	D	$ 42.32	97,614	D
Common Stock, without par value	09/12/2006	S	557	D	$ 42.33	97,057	D
Common Stock, without par value	09/12/2006	S	405	D	$ 42.34	96,652	D
Common Stock, without par value	09/12/2006	S	11,066	D	$ 42.35	85,586	D
Common Stock, without par value	09/12/2006	S	1,798	D	$ 42.36	83,788	D
Common Stock, without par value	09/12/2006	S	2,482	D	$ 42.37	81,306	D
Common Stock, without par value	09/12/2006	S	801	D	$ 42.38	80,505	D
Common Stock, without par value	09/12/2006	S	3,489	D	$ 42.39	77,016	D
Common Stock, without par value	09/12/2006	S	7,863	D	$ 42.4	69,153	D
Common Stock, without par value	09/12/2006	S	2,719	D	$ 42.41	66,434	D
Common Stock, without par value	09/12/2006	S	1,315	D	$ 42.42	65,119	D
	09/12/2006	S	17,615	D		47,504	D

Common Stock, without par value					$ 42.43		
Common Stock, without par value	09/12/2006	S	860	D	$ 42.44	46,644	D
Common Stock, without par value	09/12/2006	S	18,578	D	$ 42.45	28,066	D
Common Stock, without par value	09/12/2006	S	1,271	D	$ 42.46	26,795	D
Common Stock, without par value	09/12/2006	S	513	D	$ 42.47	26,282	D
Common Stock, without par value	09/12/2006	S	963	D	$ 42.48	25,319	D
Common Stock, without par value	09/12/2006	S	170	D	$ 42.49	25,149	D
Common Stock, without par value	09/12/2006	S	1,967	D	$ 42.5	23,182	D
Common Stock, without par value	09/12/2006	S	387	D	$ 42.51	22,795	D
Common Stock, without par value	09/12/2006	S	225	D	$ 42.52	22,570	D
Common Stock, without par value						198	I	By Custodian For Child
						5,797,636	I	

Common Stock, without par value			By SEI, Inc.
Common Stock, without par value	4,736,728	I	By Trust [(1)]

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(*e.g.*, puts, calls, warrants, options, convertible securities)

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)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V	(A)	(D)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHOTTENSTEIN JAY L 1800 MOLER ROAD COLUMBUS, OH 43207	X	X	Chairman of the Board	

Signatures

By: Robert J. Tannous, Attorney-in-Fact	09/14/2006
[**]Signature of Reporting Person	Date

Explanation of Responses:

*   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).

(1)   Shares owned by trusts as to which Mr. Schottenstein serves either as trustee or trust advisor of various family trusts. Mr. Schottenstein disclaims beneficial ownership except to the extent of his pecuniary interest therein.

Remarks:

This is the second Form 4 to be filed for transactions made on 9/12/06. Multiple Form 4s are being filed due to the 30 transacti

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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