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AMERICAN EAGLE OUTFITTERS INC

Form 4 July 07, 2008

FORM 4

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

OMB APPROVAL OMB

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Form 5 obligations may continue. See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

1(b).

without par value

(Print or Type Responses)

	ddress of Reporti ISTEIN JAY I	_	Symbol AMERI	r Name and Ticker or Trading CAN EAGLE ITERS INC [AEO]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 1800 MOLE	(First)	(Middle)	3. Date of (Month/D 07/01/20	ay/Year		insaction			_X_ Director _X_ Officer (gives below)	_X 109 we title Other below) rman of the Boar	er (specify
GOV VID (DV)	(Street)		4. If Amer Filed(Mon			e Original			6. Individual or J Applicable Line) _X_ Form filed by Form filed by		erson
COLUMBU	S, OH 43207								Person	wiere man one re	porting
(City)	(State)	(Zip)	Table	e I - Noi	n-De	erivative S	ecurit	ies Acq	uired, Disposed o	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction I (Month/Day/Ye	ar) Execution	emed on Date, if 'Day/Year)	3. Transa Code (Instr.	8)	4. Securit n(A) or Dis (D) (Instr. 3, 4	sposed	of	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)
Common Stock, without par value	06/11/2008			W	V	27,000	A	\$ 0	64,501	D	
Common Stock, without par value	07/01/2008			A		3,709	A	\$ 0	68,210	D	
Common Stock, without par	07/01/2008			F		1,299	D	\$0	66,911	D	

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Co	mmon	
~		

value

Stock,	7.070.004	т	By SEI,
without par	7,979,994	1	Inc.

Common			
Stock,	5,764,903	Ţ	By Trust
without par	3,704,703	1	<u>(1)</u>
value			

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

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 control number.

SEC 1474

(9-02)

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)	4. Transacti Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)	.	ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				(Instr. 3, 4, and 5)						
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
SCHOTTENSTEIN JAY L							
1800 MOLER ROAD	X	X	Chairman of the Board				
COLUMBUS, OH 43207							

Signatures

By: Robert J. Tannous,	07/07/2008
Attorney-in-Fact	07/07/2008

Reporting Owners 2

Date

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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.

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.