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AMERICAN EAGLE OUTFITTERS INC

Form 4

September 06, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

Form filed by More than One Reporting

Person

January 31, 2005

0.5

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OMB APPROVAL

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> DIAMOND JON P			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			AMERICAN EAGLE OUTFITTERS INC [AEOS]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	_X_ Director 10% Owner Officer (give title Other (specify			
1800 MOLER ROAD			09/05/2006	below) below)			
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)	Applicable Line)			

COLUMBUS, OH 43207

(City)	(State)	(Zip) Tabl	e I - Non-D	Derivative :	Securi	ties Acqu	iired, Disposed of	, or Beneficial	y 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. Securit on(A) or Dia (Instr. 3, 4)	sposed	of (D)	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	09/05/2006		S	2,300	D	\$ 40.08	3,305,064	I	By Trust
Common Stock, without par value	09/05/2006		S	22,114	D	\$ 40.09	3,282,950	I	By Trust
Common Stock, without par value	09/05/2006		S	2,100	D	\$ 40.11	3,280,850	I	By Trust

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Common Stock, without par value	09/05/2006	S	7,667	D	\$ 40.12	3,273,183	I	By Trust
Common Stock, without par value	09/05/2006	S	15,200	D	\$ 40.13	3,257,983	I	By Trust
Common Stock, without par value	09/05/2006	S	1,400	D	\$ 40.14	3,256,583	I	By Trust
Common Stock, without par value	09/05/2006	S	37,618	D	\$ 40.15	3,218,965	I	By Trust
Common Stock, without par value	09/05/2006	S	1,114	D	\$ 40.16	3,217,851	I	By Trust
Common Stock, without par value	09/05/2006	S	800	D	\$ 40.17	3,217,051	I	By Trust
Common Stock, without par value	09/05/2006	S	45,100	D	\$ 40.18	3,171,951	I	By Trust
Common Stock, without par value	09/05/2006	S	55,000	D	\$ 40.2	3,116,951	I	By Trust
Common Stock, without par value	09/05/2006	S	9,587	D	\$ 40.1	3,107,364	I	By Trust
Common Stock, without par value						30,879	D	

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

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SEC 1474 (9-02)

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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	2.	3. Transaction Date		4.	5.	6. Date Exer		7. Title		8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
						Excicisable	Date		of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
DIAMOND JON P 1800 MOLER ROAD	X						
COLUMBUS, OH 43207	11						

Signatures

By: Robert J. Tannous, 09/06/2006 Attorney-in-Fact

> **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).
- Shares owned by trusts as to which Mr. Diamond's spouse serves either as trustee or trust advisor of various family trusts. Mr. Diamond 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.

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