

AMERICAN EAGLE OUTFITTERS INC
 Form 4
 February 08, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 HOFFMAN GERALDINE
 SCHOTTENSTEIN

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)
 1800 MOLER ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/07/2005

____ Director
 ____ Officer (give title below)
 ___X___ 10% Owner
 ____ Other (specify below)

COLUMBUS, OH 43207
 (City) (State) (Zip)

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

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock, without par value	02/07/2005		S	7,950 D \$ 54.29	7,267,052	I	By Trust
Common Stock, without par value	02/07/2005		S	441 D \$ 54.3	7,266,611	I	By Trust
Common Stock, without par value	02/07/2005		S	1,035 D \$ 54.31	7,265,576	I	By Trust

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Common Stock, without par value	02/07/2005	S	150	D	\$ 54.32	7,265,426	I	By Trust
Common Stock, without par value	02/07/2005	S	639	D	\$ 54.33	7,264,787	I	By Trust
Common Stock, without par value	02/07/2005	S	1,131	D	\$ 54.34	7,263,656	I	By Trust
Common Stock, without par value	02/07/2005	S	1,200	D	\$ 54.35	7,262,456	I	By Trust
Common Stock, without par value	02/07/2005	S	5,211	D	\$ 54.36	7,257,245	I	By Trust
Common Stock, without par value	02/07/2005	S	4,359	D	\$ 54.37	7,252,886	I	By Trust
Common Stock, without par value	02/07/2005	S	111	D	\$ 54.38	7,252,775	I	By Trust
Common Stock, without par value	02/07/2005	S	111	D	\$ 54.39	7,252,664	I	By Trust
Common Stock, without par value	02/07/2005	S	189	D	\$ 54.42	7,252,475	I	By Trust
Common Stock, without par value	02/07/2005	S	111	D	\$ 54.43	7,252,364	I	By Trust
Common Stock, without par value	02/07/2005	S	186	D	\$ 54.46	7,252,178	I	By Trust
	02/07/2005	S	696	D		7,251,482	I	

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Common Stock, without par value	\$ 54.47	By Trust (1) <hr/>
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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)	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOFFMAN GERALDINE SCHOTTENSTEIN 1800 MOLER ROAD COLUMBUS, OH 43207		X		

Signatures

By: Robert J. Tannous,
Attorney-in-Fact
[Signature] 02/08/2005
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 Mrs. Hoffman serves either as trustee or trust advisor of various family trusts. Mrs. Hoffman disclaims beneficial ownership except to the extent of her pecuniary interest therein.

Remarks:

This is the second Form 4 to be filed for transactions made on 2/7/05. Multiple Form 4s are being filed due to the 30 transactions.

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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