

AMERICAN EAGLE OUTFITTERS INC

Reported by
FIORE CHRISTOPHER

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 06/18/10 for the Period Ending 06/09/10

Address	77 HOT METAL STREET PITTSBURGH, PA 15203
Telephone	4124323300
CIK	0000919012
Symbol	AEO
SIC Code	5651 - Family Clothing Stores
Industry	Retail (Apparel)
Sector	Services
Fiscal Year	01/28

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, Section 17(a)
of the Public Utility Holding Company Act of 1935 or Section 30(h) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Date of Event Requiring Statement (MM/DD/YYYY)	3. Issuer Name and Ticker or Trading Symbol
Fiore Christopher	6/9/2010	AMERICAN EAGLE OUTFITTERS INC [AEO]
(Last) (First) (Middle) 77 HOT METAL STREET	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) EVP-International /	
(Street) PITTSBURGH, PA 15203	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
(City) (State) (Zip)		<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, without par value	1164	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Restricted Stock Unit	(1)	3/2/2013	Common Stock, without par value	6454	(2)	D	
Stock Option - Right to Buy	3/4/2006	3/4/2013	Common Stock, without par value	12000	\$4.6833	D	
	4/15/2007	4/15/2012	Common Stock,				

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option - Right to Buy			without par value	3200	\$8.115	D	
Stock Option - Right to Buy	(3)	2/2/2016	Common Stock, without par value	48663	\$8.93	D	
Stock Option - Right to Buy	4/6/2006	4/6/2011	Common Stock, without par value	4500	\$9.9375	D	
Stock Option - Right to Buy	2/28/2009	2/28/2013	Common Stock, without par value	25800	\$16.98	D	
Stock Option - Right to Buy	(3)	3/2/2017	Common Stock, without par value	32015	\$17.45	D	
Stock Option - Right to Buy	(3)	3/5/2015	Common Stock, without par value	21403	\$21.28	D	
Stock Option - Right to Buy	3/6/2010	3/6/2014	Common Stock, without par value	14932	\$29.83	D	
Stock Option - Right to Buy	4/16/2010	4/16/2014	Common Stock, without par value	6768	\$30.67	D	

Explanation of Responses:

- (1) The restricted stock units vest in three equal annual installments beginning on the first anniversary of the date of grant. Vesting of the restricted stock units may be accelerated upon the achievement of various performance criteria.
- (2) Each restricted stock unit represents a contingent right to receive one share of AEO common stock.
- (3) Option vests 1/3 per year beginning on the first anniversary of the date of grant.

Remarks:

EXHIBIT INDEX

Exhibit 24 - Power of Attorney

Reporting Owners

	Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
Fiore Christopher 77 HOT METAL STREET PITTSBURGH, PA 15203			EVP-International	

Signatures

Robert J. Tannous, Attorney-in-Fact

6/17/2010

** Signature of Reporting Person

Date

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

* 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).

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

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.

EXHIBIT 24

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Neil Bulman, Jr., Robert J. Tannous and Patricia S. Callahan, signing singly, as the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer of American Eagle Outfitters, Inc. (the "Company"), a Form ID, Forms 3, 4, and 5 and any other documents necessary to facilitate the filing of reports in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form ID or Forms 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 10th day of June, 2010.

/s/ Christopher Fiore

Signature

Printed Name: Christopher Fiore