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

SCHEDULE 13D Under the Securities Exchange Act of 1934 (Amendment No. 34)*

AutoZone, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

053332102

(CUSIP Number)

David A. Katz Wachtell, Lipton, Rosen & Katz 51 West 52nd Street New York, New York 10019 (212) 403-1000

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

December 21, 2010

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

Page 1 of 17 Pages

1	NAME OF REPORTING PERSON						
	ESL Partners, L	ESL Partners, L.P.					
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) X (b) _			
3	SEC USE ONI	Y					
4	SOURCE OF F	UNDS N/A					
5	CHECK BOX I 2(e)	F DISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR \pounds				
6	CITIZENSHIP Delaware	OR PLAC	E OF ORGANIZATION				
		7	SOLE VOTING POWER 7,110,736				
9	JMBER OF SHARES IEFICIALLY	8	SHARED VOTING POWER 0				
	ED BY EACH TING PERSON WITH	9	SOLE DISPOSITIVE POWER 7,110,736				
		10	SHARED DISPOSITIVE POWER 0				
11		AGGRE 14,807,1	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12		CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£			
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 33.8%					
14		TYPE C PN	F REPORTING PERSON				

NAME OF REPORTING PERSON					
<u>.</u>					
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES £					

1	NAME OF REP	PORTING	PERSON		
	ESL Investors,	L.L.C.			
2	CHECK THE A	APPROPR	RIATE BOX IF A MEMBER OF A GROUP	(a) X (b) _	
3	SEC USE ONI	Y			
4	SOURCE OF FUNDS N/A				
5	CHECK BOX I 2(e)	F DISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR \underline{f}		
6	CITIZENSHIP Delaware	OR PLAC	CE OF ORGANIZATION		
		7	SOLE VOTING POWER 2,122,215		
S	MBER OF SHARES EFICIALLY	8	SHARED VOTING POWER 0		
OWNI	ED BY EACH TING PERSON WITH	9	SOLE DISPOSITIVE POWER 2,122,215		
		10	SHARED DISPOSITIVE POWER 0		
11		AGGRI 14,807,1	EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 40		
12		CHEC	K BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£	
13		PERCE 33.8%	NT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)		
14		TYPE (OO	OF REPORTING PERSON		
			&nbs p;		

	r					
1	NAME OF REF	ORTING	PERSON			
	Acres Partners,	L.P.				
2	CHECK THE A	PPROPR		(a) X (b) _		
3	SEC USE ONL	Y				
4	SOURCE OF FUNDS N/A					
5	CHECK BOX I 2(e)	FDISCL	DSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR \pounds			
6	CITIZENSHIP Delaware	OR PLAC	CE OF ORGANIZATION			
		7	SOLE VOTING POWER 2,000,000			
2	JMBER OF SHARES IEFICIALLY	8	SHARED VOTING POWER 0			
	ED BY EACH TING PERSON WITH	9	SOLE DISPOSITIVE POWER 2,000,000			
		10	SHARED DISPOSITIVE POWER 0			
11		AGGRI 14,807,1	EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 40			
12		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES £				
13		PERCE 33.8%	NT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)			
14		TYPE (PN	OF REPORTING PERSON			

NAME OF REF	ORTING	PERSON				
RBS Investmen	RBS Investment Management, L.L.C.					
CHECK THE A	PPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) X (b) _			
SEC USE ONL	Y					
CHECK BOX I 2(e)	F DISCLO	DSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR \pounds				
CITIZENSHIP Delaware	OR PLAC	E OF ORGANIZATION				
	7	SOLE VOTING POWER				
		1,535				
	8	SHARED VOTING POWER				
SHARES		0				
ED BY EACH	9	SOLE DISPOSITIVE POWER				
TING PERSON WITH	5	1,535				
	10	SHARED DISPOSITIVE POWER				
		0				
	AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
	14,807,1	40				
	CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£			
	PERCE	NT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
	33.8%					
	TYPE O	F REPORTING PERSON				
	RBS Investment CHECK THE A SEC USE ONI SOURCE OF F N CHECK BOX I 2(e) CITIZENSHIP Delaware UMBER OF SHARES IEFICIALLY ED BY EACH TING PERSON	RBS Investment Manager CHECK THE APPROPR SEC USE ONLY SOURCE OF FUNDS N/A CHECK BOX IF DISCLO 2(e) CITIZENSHIP OR PLAC Delaware 7 R B MBER OF SHARES EFICIALLY ED BY EACH TING PERSON WITH 9 10 10 AGGRE 14,807,14 AGGRE 14,807,14 CHECK PERCEI 33.8%	SOURCE OF FUNDS N/A CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) £ CITIZENSHIP OR PLACE OF ORGANIZATION Delaware 7 SOLE VOTING POWER 1,535 8 SHARED VOTING POWER 0 SOLE DISPOSITIVE POWER 1,535 9 SOLE DISPOSITIVE POWER 1,535 10 SHARED DISPOSITIVE POWER 0 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 14,807,140 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 33.8% TYPE OF REPORTING PERSON			

				F				
1	NAME OF REP	PORTING	PERSON					
	Tynan, LLC	Tynan, LLC						
2	CHECK THE A	PPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) X (b) _				
3	SEC USE ONI	Y						
4	SOURCE OF FUNDS N/A							
5	CHECK BOX I 2(e)	F DISCL	OSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR £					
6	CITIZENSHIP Delaware	OR PLAC	CE OF ORGANIZATION					
		7	SOLE VOTING POWER 23,021					
5	JMBER OF SHARES VEFICIALLY	8	SHARED VOTING POWER 0					
OWN	ED BY EACH XTING PERSON WITH	9	SOLE DISPOSITIVE POWER 8,564					
		10	SHARED DISPOSITIVE POWER 0					
11		AGGRI 14,807,1	EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 40					
12		CHEC	BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£				
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 33.8%							
14		TYPE O	OF REPORTING PERSON					

	10. 033332102			F-8			
1	NAME OF REP	PORTING	PERSON				
	RBS Partners, I	L.P.					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) X (b) _						
3	SEC USE ONI	Ŋ					
4		SOURCE OF FUNDS N/A					
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e) £						
6	CITIZENSHIP Delaware	OR PLAC	E OF ORGANIZATION				
		7	SOLE VOTING POWER 9,232,951				
:	JMBER OF SHARES VEFICIALLY	8	SHARED VOTING POWER 0				
	ED BY EACH RTING PERSON WITH	9	SOLE DISPOSITIVE POWER 9,232,951				
		10	SHARED DISPOSITIVE POWER 0				
11		AGGRI 14,807,1	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
12		CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES £					
13		PERCE 33.8%	NT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
14		TYPE (PN	OF REPORTING PERSON				
			&nbs p;				

CUSIP No. 053332102

1	NAME OF REP	PORTING	PERSON				
	ESL Investment	ESL Investments, Inc.					
2	CHECK THE A	APPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) X (b) _			
3	SEC USE ONI	Х					
4	SOURCE OF F	UNDS N/A					
5	CHECK BOX I 2(e)	F DISCL	DSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR £				
6	CITIZENSHIP Delaware	OR PLAC	CE OF ORGANIZATION				
		7	SOLE VOTING POWER				
			11,234,486				
		8	SHARED VOTING POWER				
:	JMBER OF SHARES JEFICIALLY		0				
OWN	ED BY EACH TING PERSON	9	SOLE DISPOSITIVE POWER				
	WITH		11,234,486				
		10	SHARED DISPOSITIVE POWER				
			0				
11		AGGRI	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
		14,807,1	40				
12		CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£			
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)					
		33.8%					
14		TYPE (CO	OF REPORTING PERSON				

1	NAME OF REF	ORTING	PERSON			
	Edward S. Lam	pert				
2	CHECK THE A	PPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) X (b) _		
3	SEC USE ONL	Y				
4	SOURCE OF FUNDS N/A					
5	CHECK BOX I 2(e)	F DISCL	DSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR \pounds			
6	CITIZENSHIP United States	OR PLAC	E OF ORGANIZATION			
		7	SOLE VOTING POWER			
			14,771,822			
		8	SHARED VOTING POWER			
NU	JMBER OF		0			
	SHARES IEFICIALLY					
OWN	ED BY EACH	9	SOLE DISPOSITIVE POWER			
REPOR	TING PERSON WITH		12,316,362			
		10	SHARED DISPOSITIVE POWER			
			0			
11		AGGRI	EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
		14,807,1				
12		CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£		
13		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
		33.8%				
14			OF REPORTING PERSON			
		IN				

				Pu8e 11 01 17			
1	NAME OF REP	ORTING	PERSON				
	William C. Crov	/illiam C. Crowley					
2	CHECK THE A	.PPROPR	IATE BOX IF A MEMBER OF A GROUP	(a) X (b) _			
3	SEC USE ONL	Y					
4	SOURCE OF FUNDS N/A						
5	CHECK BOX I 2(e)	FDISCL	DSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR \pounds				
6	CITIZENSHIP United States	OR PLAC	CE OF ORGANIZATION				
		7	SOLE VOTING POWER				
			35,318				
	8 SHARED VOTING POWER		SHARED VOTING POWER				
	MBER OF		0				
	SHARES EFICIALLY						
OWNI	ED BY EACH TING PERSON	9	SOLE DISPOSITIVE POWER				
	WITH		20,861				
		10	SHARED DISPOSITIVE POWER				
			0				
11		AGGRI	EGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
		14,807,1	40				
12		CHECK	BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	£			
13	13 P		PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)				
		33.8%					
14			DF REPORTING PERSON				
		IN					

This Amendment No. 34 to Schedule 13D (this "Amendment") relates to shares of common stock, par value \$0.01 per share (the "Shares"), of AutoZone, Inc., a Delaware corporation (the "Issuer"). This Amendment No. 34 amends the Schedule 13D, as previously amended, filed with the Securities and Exchange Commission by ESL Partners, L.P., a Delaware limited partnership ("Partners"), ESL Institutional Partners, L.P., a Delaware limited partnership ("Institutional"), ESL Investors, L.L.C., a Delaware limited liability company ("Investors"), Acres Partners, L.P., a Delaware limited partnership ("Acres"), RBS Investment Management, L.L.C., a Delaware limited liability company ("RBSIM"), Tynan, LLC, a Delaware limited liability company ("Tynan"), RBS Partners, L.P., a Delaware limited partnership ("RBS"), ESL Investments, Inc., a Delaware corporation ("Investments"), Edward S. Lampert and William C. Crowley, both United States citizens, by furnishing the information set forth below. Partners, Institutional, Investors, Acres, RBSIM, Tynan, RBS, Investments, Mr. Lampert and Mr. Crowley are collectively defined as the "Filing Persons." Except as otherwise specified in this Amendment, all previous Items are unchanged. Capitalized terms used herein which are not defined herein have the meanings given to them in the Schedule 13D, as previously amended, filed with the Securities and Exchange Commission.

The Filing Persons are filing this Amendment No. 34 to report recent open-market sales of Shares that have decreased the amount of Shares that that the Filing Persons may be deemed to beneficially own by an amount greater than one percent of the outstanding Shares of the Issuer.

Item 5. Interest in Securities of the Issuer

Item 5 is hereby amended and restated in its entirety as follows:

(a)-(b) As of December 23, 2010, the Filing Persons may be deemed to beneficially own an aggregate of 14,807,140 Shares (which represents approximately 33.8% of the 43,792,440 Shares outstanding as of December 13, 2010, as disclosed in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on December 16, 2010).

REPORTING PERSON	NUMBER OF SHARES BENEFICIALLY OWNED	PERCENTAGE OF OUTSTANDING SHARES	SOLE VOTING POWER	SHARED VOTING POWER	SOLE DISPOSITIVE POWER	SHARED DISPOSITIVE POWER
ESL Partners, L.P.	14,807,140 (1)	33.8%	7,110,736	0	7,110,736	0
ESL Institutional Partners, L.P.	14,807,140 (1)	33.8%	1,535	0	1,535	0
ESL Investors, L.L.C.	14,807,140 (1)	33.8%	2,122,215	0	2,122,215	0
Acres Partners, L.P.	14,807,140 (1)	33.8%	2,000,000	0	2,000,000	0
RBS Investment Management, L.L.C.	14,807,140 (1)	33.8%	1,535 (2)	0	1,535 (2)	0
Tynan, LLC	14,807,140 (1)	33.8%	23,021	0	8,564 (3)	0
RBS Partners, L.P.	14,807,140 (1)	33.8%	9,232,951 (4)	0	9,232,951 (4)	0
ESL Investments, Inc.	14,807,140 (1)	33.8%	11,234,486 (5)	0	11,234,486 (5)	0
Edward S. Lampert	14,807,140 (1)	33.8%	14,771,822 (6)	0	12,316,362 (3)	0
William C. Crowley	14,807,140 (1)	33.8%	35,318 (7)	0	20,861 (3) &nb	0 s p;

(1) This number consists of 7,110,736 Shares held by Partners, 1,535 Shares held by Institutional, 2,122,215 Shares held in an account established by the investment member of Investors, 2,000,000 Shares held by Acres, 23,021 Shares held by Tynan, 12,297 Shares held by Mr. Crowley, 3,502,814 Shares held by Mr. Lampert and 34,522 Shares held by The Lampert Foundation (formerly known as "The Edward and Kinga Lampert Foundation"), of which Mr. Lampert is a trustee.

(2) This number consists of 1,535 Shares held by Institutional.

(3) This number excludes Shares subject to the Lock-Up Agreement described herein.

(4) This number consists of 7,110,736 Shares held by Partners and 2,122,215 Shares held in an account established by the investment member of Investors.

(5) This number consists of 7,110,736 Shares held by Partners, 1,535 Shares held by Institutional, 2,122,215 Shares held in an account established by the investment member of Investors and 2,000,000 Shares held by Acres.

(6) This number consists of 7,110,736 Shares held by Partners, 1,535 Shares held by Institutional, 2,122,215 Shares held in an account established by the investment member of Investors, 2,000,000 Shares held by Acres, 3,502,814 Shares held by Mr. Lampert and 34,522 Shares held by The Lampert Foundation (formerly known as "The Edward and Kinga Lampert Foundation"), of which Mr. Lampert is a trustee.

(7) This number consists of 23,021 Shares held by Tynan and 12,297 Shares held by Mr. Crowley.

In addition, Mr. Crowley directly owns options, which are not exercisable in the next 60 days, to purchase 9,526 Shares.

(c) Other than as set forth in Annex A hereto, there have been no transactions in Shares by any of the Filing Persons since November 1, 2010, the record date of the last Amendment on Schedule 13D by the Filing Persons.

- (d) Not applicable.
- (e) Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 23, 2010

- ESL PARTNERS, L.P.
- By: RBS Partners, L.P., as its general partner
- By: ESL Investments, Inc., as its general partner
- By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer

ESL INSTITUTIONAL PARTNERS, L.P.

- By: RBS Investment Management, L.L.C., as its general partner
- By: ESL Investments, Inc., as its manager
- By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer
- ESL INVESTORS, L.L.C.
- By: RBS Partners, L.P., as its managing member
- By: ESL Investments, Inc., as its general partner
- By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer

ACRES PARTNERS, L.P.

- By: ESL Investments, Inc., as its general partner
- By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer

RBS INVESTMENT MANAGEMENT, L.L.C.

- By: ESL Investments, Inc., as its manager
- By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer

TYNAN, LLC

By: <u>/s/ William C. Crowley</u> Name: William C. Crowley Title: Manager

RBS PARTNERS, L.P.

- By: ESL Investments, Inc., as its general partner
- By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer

ESL INVESTMENTS, INC.

By: <u>/s/ Adrian J. Maizey</u> Name: Adrian J. Maizey Title: Chief Financial Officer

EDWARD S. LAMPERT

/s/ Edward S. Lampert

WILLIAM C. CROWLEY

<u>/s/ William C. Crowley</u>

RECENT TRANSACTIONS BY THE FILING PERSONS IN THE SECURITIES OF AUTOZONE, INC.

Entity	Date of Transaction	Nature of Transaction	Number of Shares of Common Stock	Weighted Average Price per Share (\$)
ESL Partners, L.P.	11/2/2010	Open Market Sales	9,039	238.54
ESL Partners, L.P.	11/3/2010	Open Market Sales	47,939	238.13
ESL Partners, L.P.	11/4/2010	Open Market Sales	111,049	238.81
ESL Partners, L.P.	11/5/2010	Open Market Sales	77,801	240.24
ESL Partners, L.P.	12/21/2010	Open Market Sales	23,799	272.99
ESL Partners, L.P.	12/22/2010	Open Market Sales	2,030	272.69
ESL Partners, L.P.	12/23/2010	Open Market Sales	3,455	272.25
Account established by the investment member of ESL Investors, L.L.C.	11/2/2010	Open Market Sales	2,698	238.54
Account established by the investment member of ESL Investors, L.L.C.	11/3/2010	Open Market Sales	14,308	238.13
Account established by the investment member of ESL Investors, L.L.C.	11/4/2010	Open Market Sales	33,143	238.81
Account established by the investment member of ESL Investors, L.L.C.	11/5/2010	Open Market Sales	23,220	240.24
Account established by the investment member of ESL Investors, L.L.C.	12/21/2010	Open Market Sales	7,103	272.99
Account established by the investment member of ESL Investors, L.L.C.	12/22/2010	Open Market Sales	606	272.69
Account established by the investment member of ESL Investors, L.L.C.	12/23/2010	Open Market Sales	1,031	272.25
ESL Institutional Partners, L.P.	11/2/2010	Open Market Sales	2	238.54
ESL Institutional Partners, L.P.	11/3/2010	Open Market Sales	10	238.13
ESL Institutional Partners, L.P.	11/4/2010	Open Market Sales	24	238.81
ESL Institutional Partners, L.P.	11/5/2010	Open Market Sales	17	240.24
ESL Institutional Partners, L.P.	12/21/2010	Open Market Sales	5	272.99
ESL Institutional Partners, L.P.	12/22/2010	Open Market Sales	1	272.69
ESL Institutional Partners, L.P.	12/23/2010	Open Market Sales	1	272.25
Edward S. Lampert	11/2/2010	Open Market Sales	4,452	238.54
Edward S. Lampert	11/3/2010	Open Market Sales	23,615	238.13
	11/4/2010	Open Market Sales	54,705	238.81
Edward S. Lampert	11/ 1/2010	1		

Edward S. Lampert	12/21/2010	Open Market Sales	11,725	272.99
Edward S. Lampert	12/22/2010	Open Market Sales	1,000	272.69
Edward S. Lampert	12/23/2010	Open Market Sales	1,702	272.25
The Lampert Foundation	11/2/2010	Open Market Sales	44	238.54
The Lampert Foundation	11/3/2010	Open Market Sales	233	238.13
The Lampert Foundation	11/4/2010	Open Market Sales	539	238.81
The Lampert Foundation	11/5/2010	Open Market Sales	378	240.24
The Lampert Foundation	12/21/2010	Open Market Sales	116	272.99
The Lampert Foundation	12/22/2010	Open Market Sales	10	272.69
The Lampert Foundation	12/23/2010	Open Market Sales	17	272.25
Tynan, LLC ^[1]	11/2/2010	Open Market Sales	44	238.54
Tynan, LLC ¹	11/3/2010	Open Market Sales	238	238.13
Tynan, LLC ¹	11/4/2010	Open Market Sales	552	238.81
Tynan, LLC ¹	11/5/2010	Open Market Sales	386	240.24
Tynan, LLC ¹	12/21/2010	Open Market Sales	118	272.99
Tynan, LLC ¹	12/22/2010	Open Market Sales	10	272.69
Tynan, LLC ¹	12/23/2010	Open Market Sales	17	272.25

^[1] William C. Crowley is the sole manager of and a member of Tynan, LLC.