

Mail Stop 3561

May 26, 2010

William C. Rhodes, III, Chief Executive Officer  
AutoZone, Inc.  
123 South Front Street  
Memphis, Tennessee 38103

**Re: AutoZone, Inc.  
Form 10-K for the Year Ended August 29, 2009, as amended  
Filed October 26, 2009  
File No. 1-10714**

Dear Mr. Rhodes:

We have completed our review of your annual report on Form 10-K and related filings, and we have no further comments at this time.

Sincerely,

H. Christopher Owings  
Assistant Director