

SECURITIES AND EXCHANGE COMMISSION

FORM 3

Filing Date: **2006-08-03** | Period of Report: **2006-08-02**
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ISSUER

PEP BOYS MANNY MOE & JACK

CIK: **77449** | IRS No.: **230962915** | State of Incorporation: **PA** | Fiscal Year End: **0201**
SIC: **5531** Auto & home supply stores

Business Address
3111 W ALLEGHENY AVE
PHILADELPHIA PA 19132
2152299000

REPORTING OWNER

MITAROTONDA JAMES A

CIK: **1254583**
Type: **3** | Act: **34** | File No.: **001-03381** | Film No.: **061001798**

Mailing Address
888 SEVENTH AVENUE 17TH
FL
NEW YORK NY 10019

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 MITAROTONDA JAMES A (Last) (First) (Middle) C/O THE PEP BOYS - MANNY, MOE & JACK, 3111 WEST ALLEGHENY AVENUE (Street) PHILADELPHIA, PA 19132 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/02/2006	3. Issuer Name and Ticker or Trading Symbol PEP BOYS MANNY MOE & JACK [PBY]	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	5. If Amendment, Date Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check applicable line) <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	907,619	I	By Barington Companies Equity Partners, L.P. (1) (2)
Common Stock	661,735	I	By Barington Investments, L.P. (1) (2)
Common Stock	1,195,234	I	By Barington Companies Offshore Fund, Ltd. (1) (2)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		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			

Explanation of Responses:

1. The Reporting Person is the the sole stockholder and director of LNA Capital Corp., which is the general partner of Barington Capital Group, L.P., which is the majority member of each of Barington Companies Investors, LLC ("Barington Investors"), Barington Companies Advisors, LLC ("Barington Advisors") and Barington Offshore Advisors, LLC ("Barington Offshore"). Barington Investors is the general partner of Barington Companies Equity Partners, L.P. ("Barington") and Barington Advisors is the investment advisor of Barington. Barington Advisors is also the general partner of Barington Investments, L.P. Barington Offshore is the investment advisor to Barington Companies Offshore Fund, Ltd.

2. The Reporting Person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein, and this report shall not be deemed to be an admission that the Reporting Person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

Signatures

James A. Mitarotonda

** Signature of Reporting Person

08/03/2006

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 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).

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 Number.