

Gordon Mariko O.
Form 4
August 25, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
**DARUMA ASSET
MANAGEMENT INC /NY**

(Last) (First) (Middle)

**80 W. 40TH STREET, 9TH
FLOOR,**

(Street)

NEW YORK, NY 10018

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
**Lumber Liquidators Holdings, Inc.
[LL]**

3. Date of Earliest Transaction
(Month/Day/Year)
08/23/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock, par value \$0.001	08/23/2011		S	930 D \$ 14.59	2,798,010	I	See Footnote (1)
Common Stock, par value \$0.001	08/23/2011		S	920 D \$ 14.59	2,797,090	I	See Footnote (1)
Common Stock, par value	08/24/2011		S	V 410 D \$ 14.74	2,796,680	I	See Footnote (1)

\$0.001

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

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SEC 1474
(9-02)

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. Number of Derivative Securities Beneficially Owned (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DARUMA ASSET MANAGEMENT INC /NY 80 W. 40TH STREET, 9TH FLOOR NEW YORK, NY 10018		X		
Gordon Mariko O. C/O DARUMA ASSET MANAGEMENT, INC. 80 W. 40TH STREET, 9TH FLOOR NEW YORK, NY 10018		X		

Signatures

Daruma Asset Management, Inc., By: /s/ Mariko O. Gordon, Chief Executive Officer(+)
Date: 08/25/2011

**Signature of Reporting Person
Date

By: /s/ Mariko O. Gordon, Chief Executive Officer(+)
Date: 08/25/2011

**Signature of Reporting Person
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) The securities reported herein are held in the accounts of one or more investment advisory clients advised by Daruma Asset Management, Inc. Daruma Asset Management, Inc. may be deemed to be a beneficial owner of such securities by virtue of its role as the investment manager of such accounts and Mariko O. Gordon may be deemed to be a beneficial owner of such securities by virtue of her role as the Chief Executive Officer of Daruma Asset Management, Inc.

Remarks:

(+) The Reporting Persons hereby disclaim beneficial ownership over the securities reported on this Form 4 except to the extent

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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