

SULLIVAN THOMAS D
 Form 4
 February 26, 2010

FORM 4

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

OMB APPROVAL

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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 *
 SULLIVAN THOMAS D

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 3000 JOHN DEERE ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/24/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
 Chairman of the Board; Founder

TOANO, VA 23168

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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	02/24/2010		S		75,100	D	\$ 22.7501	4,791,800	D
							(1) (2)		
Common Stock	02/25/2010		S		147,225	D	\$ 22.2185	4,644,575	D
							(3) (4)		

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 Owned Following Reporting Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SULLIVAN THOMAS D 3000 JOHN DEERE ROAD TOANO, VA 23168	X	X	Chairman of the Board; Founder	

Signatures

/s/ E. Livingston B. Haskell,
Power-of-Attorney

02/26/2010

__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).

Weighted average sale price for prices ranging from \$22.50 to \$23.01. 10,511 shares were sold at \$22.50 per share; 588 shares were sold at \$22.52 per share; 500 shares were sold at \$22.54 per share; 589 shares were sold at \$22.56 per share; 200 shares were sold at \$22.57 per share; 300 shares were sold at \$22.59 per share; 900 shares were sold at \$22.60 per share; 1,610 shares were sold at \$22.67; 500 shares were sold at \$22.68 per share; 600 shares were sold at \$22.70 per share; 7,600 shares were sold at \$22.71 per share; 10,100 shares were sold at \$22.72 per share; 1,700 shares were sold at \$22.73 per share; 600 shares were sold at \$22.74 per share; 4,224 shares were sold at \$22.75 per share; 487 shares were sold at \$22.76 per share; 1,900 shares were sold at \$22.77 per share; 500 shares were sold at \$22.78; 900 shares were sold at \$22.79 per share; (continued in next footnote)

(1) (continued from previous footnote) 4,500 shares were sold at \$22.80 per share; 2,635 shares were sold at \$22.81 per share; 200 shares were sold at \$22.815 per share; 1,701 shares were sold at \$22.82 per share; 400 shares were sold at \$22.825 per share; 799 shares were sold at \$22.83 per share; 500 shares were sold at \$22.84 per share; 3,489 shares were sold at \$22.85 per share; 400 shares were sold at \$22.86 per share; 4,700 shares were sold at \$22.87 per share; 300 shares were sold at \$22.88 per share; 2,700 shares were sold at \$22.89 per share; 100 shares were sold at \$22.90 per share; 300 shares were sold at \$22.92 per share; 376 shares were sold at \$22.94 per share; 500 shares were sold at \$22.97 per share; 500 shares were sold at \$22.98 per share; 6,101 shares were sold at \$23.00 per share; 590 shares sold at \$23.01 per share.

(3) Weighted average sale price for prices ranging from \$22.00 to \$22.78. 31,400 shares were sold at \$22.00 per share; 6,400 shares were sold at \$22.01 per share; 4,900 shares were sold at \$22.02 per share; 700 shares were sold at \$22.03 per share; 6,101 shares were sold at \$22.04 per share; 18,028 shares were sold at \$22.05 per share; 6,671 shares were sold at \$22.06 per share; 1,700 shares were sold at

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\$22.07 per share; 4,100 shares were sold at \$22.08 per share; 700 shares were sold at \$22.09 per share; 13,000 shares were sold at \$22.10 per share; 3,300 shares were sold at \$22.11 per share; 2,800 shares were sold at \$22.14 per share; 200 shares were sold at \$22.15 per share; 29, 717 shares were sold at \$22.55 per share; 600 shares were sold at \$22.56 per share; 6,641 shares were sold at \$22.57 per share; 5,700 shares were sold at \$22.69 per share; (continued in next footnote)

- (4) (continued from previous footnote) 2,800 shares were sold at \$22.75 per share; 800 shares were sold at \$22.76 per share; 867 shares were sold at \$22.77 per share; 100 shares were sold at \$22.78.

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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