

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b) AND (c) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)
(Amendment No. 6)(1)

AUTOZONE, INC.

(Name of Issuer)

COMMON STOCK, PAR VALUE \$.01 PER SHARE

(Title of Class of Securities)

053332-10-2

(CUSIP Number)

(1) 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 the disclosures provided in a prior cover page.

The information required in 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).

(1) NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

PITTCO ASSOCIATES, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) []
(B) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5)	SOLE VOTING POWER -0-	-----
	(6)	SHARED VOTING POWER -0-	-----
	(7)	SOLE DISPOSITIVE POWER -0-	-----
	(8)	SHARED DISPOSITIVE POWER -0-	-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-0-

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0%

(12) TYPE OF REPORTING PERSON*
PN

(1) NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

PITTCO ASSOCIATES II, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) []
(B) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5)	SOLE VOTING POWER -0-	-----
	(6)	SHARED VOTING POWER -0-	-----
	(7)	SOLE DISPOSITIVE POWER -0-	-----
	(8)	SHARED DISPOSITIVE POWER -0-	-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-0-

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0%

(12) TYPE OF REPORTING PERSON*
PN

(1) NAME OF REPORTING PERSONS
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS

KKR PARTNERS II, L.P.

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (A) []
(B) [X]

(3) SEC USE ONLY

(4) CITIZENSHIP OR PLACE OF ORGANIZATION
DELAWARE

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	(5)	SOLE VOTING POWER -0-	-----
	(6)	SHARED VOTING POWER -0-	-----
	(7)	SOLE DISPOSITIVE POWER -0-	-----
	(8)	SHARED DISPOSITIVE POWER -0-	-----

(9) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
-0-

(10) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES []

(11) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
0%

(12) TYPE OF REPORTING PERSON*
PN

ITEM 1.

- (a) NAME OF ISSUER:
AutoZone, Inc.
- (b) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:
123 South Front Street
Memphis, Tennessee 38103

ITEM 2.

- (a) NAME OF PERSONS FILING:
Pittco Associates, L.P.
Pittco Associates II, L.P.
KKR Associates, L.P.
- (b) ADDRESS OF PRINCIPAL BUSINESS OFFICE:
c/o Kohlberg Kravis Roberts & Co.
9 West 57th Street
New York, New York 10019
- (c) CITIZENSHIP:
Pittco Associates, L.P. -- Delaware
Pittco Associates II, L.P. -- Delaware
KKR Partners L.P. -- Delaware
- (d) TITLE OF CLASS OF SECURITIES:
Common Stock, par value \$.01 per share
- (e) CUSIP NUMBER:
053332-10-2

ITEM 3. Not applicable

ITEM 4. OWNERSHIP

- (a) AMOUNT BENEFICIALLY OWNED:
In 1997, Pittco Associates, L.P., a Delaware limited partnership, Pittco Associates II, L.P., a Delaware limited partnership, and KKR Partners II, L.P., a Delaware limited partnership, disposed of all of the shares of common stock of AutoZone,

Inc. previously owned by them. Consequently, Pittco Associates, L.P., Pittco Associates II, L.P. and KKR Partners II, L.P. no longer beneficially own any shares of common stock of AutoZone, Inc.

(b) PERCENT OF CLASS:

0%

(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS:

(i) Sole power to vote or direct the vote:

-0-

(ii) Shared power to vote or to direct the vote:

-0-

(iii) Sole power to dispose or to direct the disposition of:

-0-

(iv) Shared power to dispose or to direct the disposition of:

-0-

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON

Not applicable.

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY

Not applicable.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP

Not applicable.

ITEM 10. CERTIFICATION

Not applicable.

SIGNATURES

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.

Date: February 13, 1998

PITTCO ASSOCIATES, L.P.

By: KKR ASSOCIATES, L.P.
Its: General Partner

By: /s/ Salvatore Badalamenti

Name: Salvatore Badalamenti
Title: Attorney-in Fact

PITTCO ASSOCIATES II, L.P.

By: KKR ASSOCIATES, L.P.
Its: General Partner

By: /s/ Salvatore Badalamenti

Name: Salvatore Badalamenti
Title: Attorney-in Fact

KKR PARTNERS II, L.P.

By: KKR ASSOCIATES, L.P.
Its: General Partner

By: /s/ Salvatore Badalamenti

Name: Salvatore Badalamenti
Title: Attorney-in Fact

EXHIBIT INDEX

Exhibit 1 - Exhibit 1 -Joint Filing Agreement (incorporated by reference to Exhibit 1 to the Statements on Schedule 13G of Pittco Associates, L.P., Pittco Associates II, L.P. and KKR Partners II, L.P. filed on February 14, 1992).

Exhibit 24 - Power of Attorney

POWER OF ATTORNEY

Know all men by these presents that Henry R. Kravis does hereby make, constitute and appoint Salvatore Badalamenti as a true and lawful attorney-in-fact of the undersigned with full powers of substitution and revocation, for and in the name, place and stead of the undersigned, (both in the undersigned's individual capacity and as a member of any limited liability company or limited partnership for which the undersigned is otherwise authorized to sign), to execute and deliver such forms as may be required to be filed from time to time with the Securities and Exchange Commission with respect to any investments of KKR 1996 Fund L.P. or KKR Associates L.P. (including any amendments or supplements to any reports from schedules previously filed by such persons or entities): (i) pursuant to Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended (the "Act"), including without limitation, Schedule 13D, statements on Form 3, Form 4 and Form 5 and (ii) in connection with any applications for EDGAR access codes, including without limitation the Form ID.

/s/ Henry R. Kravis

Name: Henry R. Kravis

January 31, 1997