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

SCHEDULE 13G (Rule 13d-102)

Information Statement Pursuant to Rules 13d-1 and 13d-2 Under the Securities Exchange Act of 1934 (Amendment No.)*

Genesco Inc.
(Name of Issuer)
Common Stock
(Title of Class of Securities)
371532102
(CUSIP Number)
May 1, 2006
Date of Event Which Requires Filing of the Statement
Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

x Rule 13d-1(c)

o Rule 13d-1(b)

o Rule 13d-1(d)

*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 disclosures provided in a prior cover page.

The information required on 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).

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Cusip No.	371532102	13G		Page 2 of 13 Pages				
	•							
1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Citadel Limited Partnership							
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) X (b) 0							
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PLACE C Illinois limited part		ZATION					
	NUMBER OF	5.	5. SOLE VOTING POWER 0					
:	SHARES BENEFICIALLY OWNED BY EACH		SHARED VOTING POWER 1,254,844 shares					
	REPORTING PERSON WITH 7. SOLE DISPOSITIVE POWER 0							
		8.	8. SHARED DISPOSITIVE POWER See Row 6 above.					
9.	AGGREGATE AMOUNT BE See Row 6 above.	ENEFICIALI	LY OWNED BY EACH REPORTING I	PERSON				
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0							
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
12.	Approximately 5.1% as of the TYPE OF REPORTING PER PN; HC		is filing					

	•		•				
1.	NAME OF REPORTING PERS						
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
	Citadel Investment Group, L.	L.C.					
2.	CHECK THE APPROPRIATE	BOX IF A	MEMBER OF A GROUP				
			(a) X (b) O				
			(0)				
3.	SEC USE ONLY						
4.	CITIZENSHIP OR PLACE OF						
	Delaware limited liab	Т	any				
		5.	SOLE VOTING POWER 0				
	NUMBER OF SHARES						
	BENEFICIALLY OWNED BY	6.	SHARED VOTING POWER				
	EACH REPORTING		1,254,844 shares				
PERSON WITH		7.	SOLE DISPOSITIVE POWER 0				
		8.	SHARED DISPOSITIVE POWER See Row 6 above.				
9.	AGGREGATE AMOUNT BEN See Row 6 above.	VEFICIALI	LY OWNED BY EACH REPORTING PERSON				
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0						
11.	PERCENT OF CLASS REPRE	SENTED I	3Y AMOUNT IN ROW (9)				
	Approximately 5.1% as of the						
	Approximately 5.1% as of the	uate of th	is ming				
12.	TYPE OF REPORTING PERSOO; HC	NC					

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Cusip No. 371532102

Cusip 14	0. 3/1332102		rage 4 01 13 rages					
1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Kenneth Griffin							
2.	CHECK THE APPROPRIATE I	BOX IF A M	MEMBER OF A GROUP (a) X (b) 0					
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PLACE OF U.S. Citizen	ORGANIZ	ATION					
	NUMBER OF	5.	SOLE VOTING POWER 0					
	SHARES BENEFICIALLY OWNED BY	6.	SHARED VOTING POWER					
	EACH		1,254,844 shares					
REPORTING PERSON WITH		7.	SOLE DISPOSITIVE POWER 0					
8. SHARED DISPOSITIVE POWER See Row 6 above.								
9.	AGGREGATE AMOUNT BEN See Row 6 above.	EFICIALL	Y OWNED BY EACH REPORTING PERSON					
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0							
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	Approximately 5.1% as of the	date of this	s filing					
12.	TYPE OF REPORTING PERSON IN; HC							
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Cusip No. 371532102

Cusip No	o. 371532102	13G		Page 5 of 13 Pages					
1.	NAME OF REPORTING PER		E A DOME DEDCOM						
	S.S. OR I.R.S. IDENTIFICAT Citadel Wellington LLC	ION NO. O.	F ABOVE PERSON						
2.	CHECK THE APPROPRIATE	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) X (b) 0							
3.	SEC USE ONLY								
4.	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware limited liability company								
	NUMBER OF	5.	SOLE VOTING POWER 0						
	SHARES BENEFICIALLY OWNED BY	6.	SHARED VOTING POWER						
	EACH REPORTING		1,254,844 shares						
	PERSON WITH		SOLE DISPOSITIVE POWER 0						
		8.	SHARED DISPOSITIVE POWI See Row 6 above.	ER					
9.	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON See Row 6 above.								
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0								
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)								
	Approximately 5.1% as of th	e date of th	is filing						
12.	TYPE OF REPORTING PERSON OO; HC								

Cusip No.	371532102	13G		Page 6 of 13 Pages		
1.	NAME OF REPORTING PERS S.S. OR I.R.S. IDENTIFICATION		F ABOVE PERSON			
	Citadel Kensington Global St	rategies Fu	ınd Ltd.			
2.	CHECK THE APPROPRIATE	BOX IF A	MEMBER OF A GROUP (a) X			
			(b) 0			
3.	SEC USE ONLY					
4.	CITIZENSHIP OR PLACE OF Bermuda company	ORGANIZ	ZATION			
	NUMBER OF	5.	SOLE VOTING POWER 0			
1	SHARES BENEFICIALLY OWNED BY	6.	6. SHARED VOTING POWER			
	EACH REPORTING		1,254,844 shares			
	PERSON WITH		SOLE DISPOSITIVE POWER 0			
		SHARED DISPOSITIVE POWER See Row 6 above.				
9.	AGGREGATE AMOUNT BEN See Row 6 above.	EFICIALI	LY OWNED BY EACH REPORTING F	PERSON		
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0					
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)					
	Approximately 5.1% as of the	date of th	is filing			
12.	TYPE OF REPORTING PERSON CO; HC					
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1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON							
	Citadel Equity Fund Ltd.							
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) X (b) 0							
3.	SEC USE ONLY							
4.	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands company							
5. SOLE VOTING POWER NUMBER OF 0								
	SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER					
			7. SOLE DISPOSITIVE POWER 0					
		8.	SHARED DISPOSITIVE POWER See Row 6 above.					
9.	AGGREGATE AMOUNT BEN See Row 6 above.	EFICIALI	LY OWNED BY EACH REPORTING PERSON					
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0							
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)							
	Approximately 5.1% as of the	date of th	nis filing					
12.	TYPE OF REPORTING PERSO	ON						

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Cusip No.	371532102	13G		Page 8 of 13 Pages			
	•						
1.	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
	Citadel Derivative	es Group LLC					
2.	СНЕСК ТНЕ АРР	ROPRIATE BOX IF	A MEMBER OF A GROUP (a) (b)	X 0			
3.	SEC USE ONLY						
4.		PLACE OF ORGAI					
	NUMBER OF	5.	SOLE VOTING POWER 0				
	SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		SHARED VOTING POWER 1,254,844 shares				
			SOLE DISPOSITIVE POWER				
		8.	SHARED DISPOSITIVE POW See Row 6 above.	/ER			
9.	AGGREGATE AM See Row 6 above.	IOUNT BENEFICIA	LLY OWNED BY EACH REPORT	ING PERSON			
10.	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES 0						
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
	Approximately 5.1	1% as of the date of	this filing				
12.	TYPE OF REPORT	ΓING PERSON					

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Item 1(a) Name of Issuer: **GENESCO INC.**

1(b) Address of Issuer's Principal Executive Offices:

Genesco Park 1415 Murfreesboro Road Nashville, Tennessee 37217

Item 2(a) Name of Person Filing

Item 2(b) Address of Principal Business Office

Item 2(c) Citizenship

Citadel Limited Partnership 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Illinois limited partnership

Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company

Kenneth Griffin 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 U.S. Citizen

Citadel Wellington LLC c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company

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Citadel Kensington Global Strategies Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Bermuda company

Citadel Equity Fund Ltd. c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Cayman Islands company

Citadel Derivatives Group LLC c/o Citadel Investment Group, L.L.C. 131 S. Dearborn Street 32nd Floor Chicago, Illinois 60603 Delaware limited liability company

2(d) Title of Class of Securities:

Common Stock, par value \$1.00.

	2(e)	CUSIP Nu	mber:	371532102
Item :	3	If	this statem	ent is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:
		(a)	[_]	Broker or dealer registered under Section 15 of the Exchange Act;
		(b)	[_]	Bank as defined in Section 3(a)(6) of the Exchange Act;
		(c)	[_]	Insurance company as defined in Section 3(a)(19) of the Exchange Act;
		(d)	[_]	Investment company registered under Section 8 of the Investment Company Act;
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	(e)	[_]	An inv	vestment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);					
	(f)	[_]	An em	aployee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);					
	(g)	[_]	A pare	ent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);					
	(h)	[_]	A savi	ngs association as defined in Section 3(b) of the Federal Deposit Insurance Act;					
	(i)			rch plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment any Act;					
	(j)	[_]	Group	, in accordance with Rule 13d-1(b)(1)(ii)(J).					
If th	is statemen	t is filed pu	ırsuant	to Rule 13d-1(c), check this box. x					
Item 4	Ov	vnership:							
CITADEL II KENNETH CITADEL V CITADEL E CITADEL E	GRIFFIN VELLING KENSINGT QUITY F	TON LLC FON GLOI UND LTD.	BAL S	TRATEGIES FUND LTD.					
(a)	(a) Amount beneficially owned:								
1,254,844 sha	ares								
(b)	Perce	ent of Class	s:						
Approximate	ly 5.1% as	of the date	of this	filing					
(c)	Num	ber of share	es as to	which such person has:					
	(i)	sole pov	wer to v	vote or to direct the vote:					
			0						
	(ii)	shared	power	to vote or to direct the vote:					
	See Item 4(a) above.								
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	(iii) sole po	ower to dispose or to direct the disposit	ion of:	
		0		
	(iv) shared	power to dispose or to direct the dispo	sition of:	
	See Item	4(a) above.		
Item 5	Ownership of Five Percer	nt or Less of a Class:		
		Not Applicable.		
Item 6	Ownership of More than	Five Percent on Behalf of Another Pers	son:	
		Not Applicable.		
Item 7	Identification and Classif	ication of the Subsidiary which Acquir	ed the Security Being Reported	on by the Parent Holding Company:
		See Item 2 above.		
Item 8	Identification and Classif	ication of Members of the Group:		
		Not Applicable.		
Item 9	Notice of Dissolution of O	Group:		
		Not Applicable.		
Item 10	Certification:			

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

* John C. Nagel is signing on behalf of Kenneth Griffin as attorney-in-fact pursuant to a power of attorney previously filed with the Securities and Exchange Commission on February 24, 2006, and hereby incorporated by reference herein. The power of attorney was filed as an attachment to a filing by Citadel Limited Partnership on Schedule 13G for Morgans Hotel Group Co.

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After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated this 9th day of May, 2006

KENNETH GRIFFIN

By: <u>/s/ John C. Nagel</u>

John C. Nagel, attorney-in-fact*

CITADEL LIMITED PARTNERSHIP

By: Citadel Investment Group, L.L.C.,

its General Partner

By: <u>/s/ John C. Nagel</u> John C. Nagel, Director and Associate General Counsel

CITADEL WELLINGTON LLC

By: Citadel Limited Partnership,

its Managing Member

By: Citadel Investment Group, L.L.C.,

its General Partner

By: <u>/s/ John C. Nagel</u> John C. Nagel, Director and Associate General Counsel

CITADEL DERIVATIVES GROUP LLC

By: Citadel Limited Partnership,

its Managing Member

By: Citadel Investment Group, L.L.C.,

its General Partner

By: <u>/s/ John C. Nagel</u> John C. Nagel, Director and Associate General Counsel

CITADEL KENSINGTON GLOBAL STRATEGIES FUND LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: Citadel Investment Group, L.L.C.,

its General Partner

By: <u>/s/ John C. Nagel</u> John C. Nagel, Director and Associate General Counsel

CITADEL EQUITY FUND LTD.

By: Citadel Limited Partnership,

its Portfolio Manager

By: Citadel Investment Group, L.L.C.,

its General Partner

By: <u>/s/ John C. Nagel</u> John C. Nagel, Director and Associate General Counsel

CITADEL INVESTMENT GROUP, L.L.C.

By: <u>/s/ John C. Nagel</u> John C. Nagel, Director and Associate General Counsel