

FINISH LINE INC /IN/  
Form SC 13G/A  
June 16, 2008

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

**Schedule 13G  
UNDER THE SECURITIES EXCHANGE ACT OF 1934  
(Amendment No. 1)  
The Finish Line, Inc.**

(Name of Issuer)  
Class A Common Stock, \$0.01 par value

(Title of Class of Securities)  
317923100

(CUSIP Number)  
June 13, 2008

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

CUSIP No. 317923100

13G

Page 2 of 5 Pages

NAME OF REPORTING PERSON

1

Genesco Inc.

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

2

(a)

(b)

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

Tennessee

SOLE VOTING POWER

5

NUMBER OF 0

SHARED VOTING POWER

SHARES BENEFICIALLY 6

OWNED BY 0

SOLE DISPOSITIVE POWER

EACH REPORTING 7

PERSON 0

SHARED DISPOSITIVE POWER

WITH 8

0

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

9

0 (1)

CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**10**

(a)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

**11**

0% (1)

TYPE OF REPORTING PERSON

**12**

CO

---

CUSIP No. 317923100 **13G** Page 3 of 5 Pages

Item 1(a). Name of Issuer: The Finish Line, Inc.  
 Item 1(b). Address of Issuer's Principal Executive Offices: 3308 North Mitthoeffer Road  
 Indianapolis, Indiana 46235  
 Item 2(a). Name of Person Filing: Genesco Inc.  
 Item 2(b). Address of Principal Business Office or, if none, Residence: 1415 Murfreesboro Road  
 Nashville, Tennessee  
 37217-2895  
 Item 2(c). Organization/Citizenship: Tennessee  
 Item 2(d). Title of Class Of Securities: Class A Common Stock, \$0.01 par value  
 Item 2(e). CUSIP Number: 317923100  
 Item 3. Inapplicable.  
 Item 4. Ownership.

Person	Total Shares of Class A Common Stock Beneficially Owned	Percent of Class	Sole Voting Power		Shared Voting Power	
			Sole Power	Shared Power	Sole Power to Dispose	Shared Power to Dispose
Genesco Inc.	0 (1)	0% (1)	0 (1)	0 (1)	0 (1)	0 (1)

(1) On March 3, 2008, Genesco Inc. ( Genesco ), The Finish Line, Inc. ( Finish Line ), Headwind, Inc. and UBS Securities LLC and UBS Loan Finance LLC (collectively, UBS ), entered into a Settlement Agreement (the Settlement Agreement ) relating to the Agreement and Plan of Merger, dated as of

June 17, 2007,  
by and among  
Genesco, Finish  
Line and  
Headwind, Inc.  
(the Merger  
Agreement ).  
Pursuant to the  
Settlement  
Agreement, on  
March 7, 2008,  
Finish Line  
issued to  
Genesco  
6,518,971  
shares (the  
Shares ) of  
Finish Line  
Class A  
Common Stock,  
which was equal  
to 12.0% of the  
total  
post-issuance  
Finish Line  
outstanding  
shares of  
common stock  
(including  
Finish Line  
Class B  
Common Stock)  
as of such date.  
On April 30,  
2008, the Board  
of Directors of  
Genesco  
declared a  
dividend on its  
common stock  
in order to  
distribute the  
Shares. On  
June 13, 2008,  
Genesco  
distributed the  
Shares,  
however, as  
required by the  
terms of the  
Genesco 2005

Equity Incentive Plan, the portion of the Shares (the Restricted Shares ) that holders of shares of Genesco restricted stock were entitled to receive pursuant to the dividend will be subject to the same restrictions (including with respect to vesting and transferability) as the underlying restricted shares.

Accordingly, the Restricted Shares will be held by Genesco and transferred to the holders of the restricted stock only after the underlying restricted stock has vested. All voting rights associated with the Restricted Shares are held and exercisable by the holders of the underlying Genesco restricted stock. Genesco is required to sell any of the Restricted Shares that are forfeited by the holders.



CUSIP No. 317923100 13G Page 4 of 5 Pages

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

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Inapplicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Inapplicable.

Item 8. Identification and Classification of Members of the Group.

Inapplicable.

Item 9. Notice of Dissolution of Group.

Inapplicable.

Item 10. Certifications.

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.

---



CUSIP No. 317923100

**13G**

Page 5 of 5 Pages

**SIGNATURE**

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.

June 16, 2008

Date

Genesco Inc.

/s/ Roger G. Sisson

(Signature)

Name: Roger G. Sisson

Title: Senior Vice President, Secretary and General Counsel