FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287

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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Ty	pe Responses	8)														
1. Name and Address of Reporting Person* NEUBAUER JOSEPH				2. Issuer Name and Ticker or Trading Symbol FEDERATED DEPARTMENT STORES INC /DE/ [FD]						INC	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director 10% Owner Officer (give title below) Other (specify below)					
	<i>*</i>	(First) COROPRATION		3. Date of 06/30/20		est Tr	ansact	ion (Mon	th/Day	y/Year)						
(Street) PHILADELPHIA, PA 19107				4. If Amendment, Date Original Filed(Month/Day/Year) 07/01/2003							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person					
(City) (State) (Zip)			Table I - Non-Derivative Securities Acqu						ies Acquir	ired, Disposed of, or Beneficially Owned						
1.Title of Security (Instr. 3)		1	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, i any (Month/Day/Year		e, if (3. Tran Code (Instr.	saction 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		d of (D) B 5) R	Seneficially Seported Tra	of Securities Owned Following ansaction(s)		Ownership o	. Nature f Indirect seneficial
						ear)	Code	e V	Amou	(A) c	or	(Instr. 3 and 4)		(wnership nstr. 4)
	2. Conversion or Exercise Price of Derivative Security		(e.g., puts, calls, w 4. 5. if Transaction Nu Code of (Instr. 8) De Se Ac (A Di of		5. Num of Deriv Secu Acqu (A) o Disp	derivative eccurities cquired (X) or isposed (S(D))		iration Date of Ur Day/Year) Secur			d Amount ying		9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect) (I) (Instr. 4)	Beneficia Ownershi (Instr. 4)	
				Code		(Instr 4, an	d 5)	Date Exercisa		Expiration Date	Title	Amount or Number of				
Phantom Stock Units	(1)	06/30/2003		Code	V	(A) 214		(2)		(2)	Common	Shares n 214	\$ 32.6013	214	D	
Phantom Stock Units	<u>(1)</u>	06/30/2003		A		213		(3)		(3)	Common	n 213	\$ 32.6013	427	D	

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
NEUBAUER JOSEPH C/O ARAMARK COROPRATION 1101 MARKET STREET PHILADELPHIA, PA 19107	X					

Signatures

/s/Christopher M. Kelly, as attorney-in-fact for Joseph Neubauer pursuant to a Power of Attorney
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**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) 1-for-1 conversion.
- (2) Units are to be settled in Common Stock upon the Reporting Person's termination from the Board of Directors.
- (3) Units are to be received by Reporting Person upon termination from the Board of Directors.

Remarks:

This amended Form 4 is being filed to correct the number of Phantom Stock Units acquired on 6/30/2003, which was reported incorrectly.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.