FORM 4

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

OMB APPROVAL							
MB Number:	3235-0287						
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ours per response	e 0.5						

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

Common Stock Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Table 11 - Derivative Securities Acquired. Disposed of Cog. pursuant so prince, occurrently securities and Exercises (Month/Day/Year) Table 13 - Derivative Securities Acquired. Disposed of or Beneficially Owned (Instr. 3) and 4) Derivative (See, purs, calls, variants, options, occurrently) securities (Instr. 4) Derivative Securities (Month/Day/Year) Derivative Securities (Instr. 3) A Date Exprisation Date (Instr. 3) and 4) Derivative Securities (Month/Day/Year) Derivative Securities (Month/Day/Year) Derivative Securities (Month/Day/Year) Derivative Securities (Instr. 4) Derivative Sec	(Print or Ty	pe Response	es)																	
State Corporation Corpor	1. Name and Address of Reporting Person *				FEDERATED DEPARTMENT STORES INC /DE/									(Check all applicable) Director 10% Owner						
Table 1 - Non-Derivative Securities Acquired. Disposed of or Beneficially Owned (Instr. 3) Disposed of the particular powers Dispo	C/O FED	ERATED	DEPARTMENT	~~~~			liest Tra	ansact	ion (Month/I	Day/Ye	ar)								
Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Inst. 3) 2. Transaction 2. Transact	(Street)				4. If Amendment, Date Original Filed(Month/Day/Year)										_X_ Form filed by One Reporting Person					
Title of Security				(Zip)			т.ь	.1. T	N	Davis	4 C.		A							
Common Stock					2A Dee	med													7 Nature	
Common Stock Comm	(Instr. 3) Date			Date	Execution Date, if any			Code		(A) or Di	sposed (4 and 5)	of (D)	Owned Follow Transaction(s)		wing Reported		Ownership Form: Direct (D) or Indirect	of Indirec Beneficial Ownershi	
Persons who respond to the collection of information contained in this form are not received to respond unless the form displays a currently valid OMB control number. Table II - Derivative Scurities Acquired, (basses) of the collection of information convertible securities) Code (See, puts, calls, warrants, options, convertible securities) Persons who respond to the collection of information contained in this form are not respond unless the form displays a currently valid OMB control number. Table II - Derivative Scurities Acquired (Basses) (Ges. puts, calls, warrants, options, convertible securities) Code (See, puts, calls, warrants, options, convertible securities) Province of participation of the collection of information convertible securities (Inst. and and the collection of information of participation of the collection of information of collection of information of participation of the collection of information of the co	Common Stock						Code V		V Ar	nount	(Ď)	Price					(Instr. 4)	401(k)		
Title of 2	Reminder:	Report on a	separate line for eac	ch class of securitie	s benefici	ally (owned o	directl	P	Persons containe	who ed in t	his for	n are	not	required	l to respo	nd unless t		1474 (9-02	
Title of 2														y Ow	ned					
Option to Purchase \$ 50.01 03/26/2004 A 32,500 (2) 03/26/2014 Common Stock (3) 03/26/2004 A 14,517 (4) (4) Common Stock (3) 03/26/2004 A 14,517 (4) (4) Common Stock (3) 03/26/2004 A 14,517 (4) (4) Common Stock (3) Omega Om	Derivative Security	Conversion or Exercise Price of Derivative	Date	Execution Date, if	f Transaction Code r) (Instr. 8)		of Deriva Securit Acquir (A) or Dispos (D) (Instr.	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4,		piration l	on Date		Amou Under Secur	ant of rlying ities . 3 and 4)		Derivative Security	Derivative Securities Beneficially Owned Following Reported Transaction(s	Owners Form o Derivat Security Direct (or Indir (s) (I)	f Beneficive Owner (Instr.	
Total Common Stock S S S S S S S S S					Code	v	(A)	(D)	Exe			ation	Title		or Number of					
Stock Units 03/26/2004 A 14,517 (4) (4) Common Stock 14,517 \$ 0 14,517 D Reporting Owners Reporting Owner Name / Address Director 10% Owner Officer Other CODY THOMAS G C/O FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202 Signatures /s/Padma Tatta Cariappa, as attorney-in-fact for Thomas G. Cody pursuant to a Power of Attorney 03/30/2004	to Purchase Common	\$ 50.01	03/26/2004		A		32,50	0	<u>(2)</u>		03/20	6/2014			32,500	\$ 0	32,500	D		
Reporting Owner Name / Address Director 10% Owner Officer Other CODY THOMAS G C/O FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202 Signatures /s/Padma Tatta Cariappa, as attorney-in-fact for Thomas G. Cody pursuant to a Power of Attorney 03/30/2004	Stock	(3)	03/26/2004		A		14,51	7		<u>(4)</u>		<u>(4)</u>			14,517	\$ 0	14,517	D		
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/s/Padma Tatta Cariappa, as attorney-in-fact for Thomas G. Cody pursuant to a Power of Attorney 03/30/2004	C/O FED 7 WEST	ERATED SEVENTH	DEPARTMENT I STREET	STORES, INC.																
	Signat	tures																		
	/s/Padma	Tatta Car	iappa, as attorney	v-in-fact for Tho		Cody	y pursu	iant to	o a I	Power o	of Atto	orney			03/30/2 Date	004				

Explanation of Responses:

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reflects matching contributions under the Issuer's 401(k) plan, derived by dividing the value of the undivided interest of the reporting person in the applicable investment fund as of March 26, 2004 by \$50.50, the stock price of such date.
- (2) Grant to reporting person of options to purchase 32,500 shares of common stock under the Issuer's 1995 Executive Equity Incentive Plan. The options become exercisable in 25 percent increments on March 26, 2005, March 26, 2006, March 26, 2007 and March 26, 2008, respectively.
- (3) 1-for-1 conversion.
- (4) The value of the phantom stock units will be payable in cash as follows: 50 percent on February 4, 2008 and 50 percent on February 2, 2009.

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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