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

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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

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1. Name and Address of Reporting Person * TYSOE RONALD W				2. Issuer Name and Ticker or Trading Symbol FEDERATED DEPARTMENT STORES INC /DE/ [FD]						/DE/	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last) (First) (Middle) C/O FEDERATED DEPARTMENT STORES, INC., 7 WEST SEVENTH STREET			``	3. Date of Earliest Transaction (Month/Day/Year) 03/26/2004							Vice Chair					
(Street) CINCINNATI, OH 45202			4. If Amendment, Date Original Filed(Month/Day/Year)						_X	6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City		(State)	(Zip)	Table I - Non-Derivative Securities Acqu					Acquired	Lired, Disposed of, or Beneficially Owned						
1.Title of S (Instr. 3)	ecurity		2. Transaction Date (Month/Day/Year)	Execution any	A. Deemed execution Date, in my Month/Day/Year			(A) or Disp (Instr. 3, 4		sposed of	of (D) Ov Tra	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
							Code	· V	.mount	(A) or (D)	Price		,		or Indirect (I) (Instr. 4)	(Instr. 4)
Common	Stock										24	3 (1)			I	By 401(k) plan
	•		Table II - I		, calls	s, warra	ınts, o	contain form d red, Dispoptions, co	ed in th splays a osed of, o nvertible	nis forr a curre or Bene e securi	n are no ently vali ficially O	wned	l to respo	nd unless nber.	the	· ·
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Reporting Owners

P. C. O. N. (A11)	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
TYSOE RONALD W C/O FEDERATED DEPARTMENT STORES, INC. 7 WEST SEVENTH STREET CINCINNATI, OH 45202	X		Vice Chair			

Signatures

/s/Padma Tatta Cariappa, as attorney-in-fact for Ronald W. Tysoe pursuant to a Power of Attorney	03/30/2004
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) 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.

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.