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

(I IIII OI I)	pe Response	es)													
1. Name and Address of Reporting Person * WEATHERUP CRAIG (Last) (First) (Middle) C/O THE PEPSI-COLA COMPANY, 1 PEPSI WAY (Street) SOMERS, NY 10589			2. Issuer Name and Ticker or Trading Symbol FEDERATED DEPARTMENT STORES INC /DE/ [FD]					VC	X_ Director	(Che			v)		
			3. Date of Earliest Transaction (Month/Day/Year) 12/31/2005												
			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person						
(Cit	(City) (State) (Zip)				Т	able I	- Non-De	rivative	e Securiti	es Acquire	ed, Dispos	ed of, or Bo	eneficially O	wned	
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Yea		Execution Date, if any (Month/Day/Year)		f Cod (Ins	3. Transaction Code Instr. 8)		curities A or Dispose 3, 4 and (A) or (D)	d of BR (I	5. Amount of Secu Beneficially Owne Reported Transacti (Instr. 3 and 4)		llowing)	Ownership of Form: B	Beneficial Ownership
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Reminder:	Report on a		Table II - E		Securit	ties Ac	Per cor the quired, D	tained form d	in this f lisplays l of, or Bo	orm are r a current eneficially	ot requii ly valid C		rmation oond unless ol number.		74 (9-02)
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Reporting Owners

P (0 N (A))	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
WEATHERUP CRAIG C/O THE PEPSI-COLA COMPANY 1 PEPSI WAY SOMERS, NY 10589	X					

Signatures

/s/Christopher M. Kelly, as attorney-in-fact for Craig E. Weatherup pursuant to a Power of Attorney	01/03/2006
**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) The price noted is the average of the value of stock units granted each month during the quarter for which this report is filed. (4) Units are to be received by Reporting Person upon termination from the Board of Directors.

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.