FORM 4

Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

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

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SEC 1474 (9-02)

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

				7	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_Director10% Owner Officer (give title below)Other (specify below)			
3. Date of Earliest 06/30/2006	Transaction (N	Month/Day	Year)					
4. If Amendment, I	Date Original 1	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			
Ta	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned							
ear) any	Code (Instr. 8)	(A) or l (D)	Disposed of (4) and 5)	of Ben Rep	eficially Owned Foll orted Transaction(s)	U	Form: Direct (D) or Indirect	Beneficial Ownership
	Code	V Amoun	· · ·	Price				
	FEDERATED I /DE/ [FD] 3. Date of Earliest ' 06/30/2006 4. If Amendment, I 2A. Deemed Execution Date, if any	FEDERATED DEPARTME /DE/ [FD] 3. Date of Earliest Transaction (N 06/30/2006 4. If Amendment, Date Original Code I - Non-D ZA. Deemed Execution Date, if any (Month/Day/Year)	FEDERATED DEPARTMENT STOL /DE/ [FD] 3. Date of Earliest Transaction (Month/Day/ 06/30/2006 4. If Amendment, Date Original Filed(Month/ A If Amendment, Date Original Filed(Month/ any 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction (Instr. 8) 4. Secut (D) (Instr. 3)	/DE/ [FD] 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2006 4. If Amendment, Date Original Filed(Month/Day/Year) Table I - Non-Derivative Securities Code (A) or Disposed of (D) (Instr. 8) (Month/Day/Year) (Instr. 8) (A) or (A) or	FEDERATED DEPARTMENT STORES INC /DE/ [FD] 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2006 6. I 4. If Amendment, Date Original Filed(Month/Day/Year) 6. I Table I - Non-Derivative Securities Acquired Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. Transaction (Code (Instr. 8) 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5. A Ben Rep (Instr. 3, 4 and 5)	FEDERATED DEPARTMENT STORES INC /DE/ [FD] (Chec _X_Director Officer (give title below) 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2006 6. Individual or Joint/Gr _X_Form filed by One Report Form filed by More than On _X_Form	FEDERATED DEPARTMENT STORES INC /DE/ [FD] (Check all applica X_Director 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2006 6. Individual or Joint/Group Filing(C X_Form filed by One Reporting Person Form filed by More than One Reporting Person (Instr. 3, 4 and 5)	FEDERATED DEPARTMENT STORES INC /DE/ [FD]

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts calls warrants options convertible securities)

(e.g., puts, cans, warrants, options, convertible securities)															
1. Title of	2.	3. Transaction	3A. Deemed	4.		5. Nu	mber	6. Date Exe	rcisable	7. Title and	1	8. Price of	9. Number of	10.	11. Nature
Derivative	Conversion	Date	Execution Date, if	Transact	tion	of		and Expirat	ion Date	Amount of		Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		Deriv	ative	(Month/Day	/Year)	Underlying	ŗ	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8))	Secur	ities			Securities		(Instr. 5)	Beneficially	Derivative	Ownership
Ĩ.	Derivative		· · · ·	. ,		Acqu	ired			(Instr. 3 and	d 4)	` ´	Owned	Security:	(Instr. 4)
	Security					(A) o					. ,			Direct (D)	(
	~~~~					Dispo							0	or Indirect	
						of (D							Transaction(s)		
						(Instr								(Instr. 4)	
						4, and							(111501.4)	(1130.4)	
					-	4, and	15)		r						
											Amount				
								Date	Expiration		or				
								Exercisable	Date	Title	Number				
								Excicisable	Date		of				
				Code	V	(A)	(D)				Shares				
Phantom										C		¢ 25.40			
Stock	(1)	06/30/2006		Α		367		<u>(2)</u>	<u>(2)</u>	Common	367	\$ 35.42	367	D	
		00/2012000				507				Stock	507	<u>(3)</u>	507	D	
Units															
Phantom										G					
Stock	<u>(1)</u>	06/30/2006		А		363		<u>(4)</u>	(4)	Common	363	\$ 35.42	730	D	
	11	00/30/2000		11		505				Stock	505	<u>(3)</u>	750	D	
Units															

### **Reporting Owners**

	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
STIRITZ WILLIAM P 10401 CLAYTON RD STE 101 ST LOUIS, MO 63131	Х							

# Signatures

/s/Padma Tatta Cariappa, as attorney-in-fact for William P. Stiritz pursuant to a Power of Attorney	07/05/2006
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 the stock units granted each month during the quarter for which this report is filed, adjusted to reflect the 2-for-1 stock split that

occurred on June 9, 2006 with respect to Issuer's Common Stock.

(4) Units are to be received by the 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.

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