FORM 4

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

OMB APPR	OVAL
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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

(Fillit Of Ty	pe Response	es)														
1. Name and Address of Reporting Person *- WEATHERUP CRAIG (Last) (First) (Middle) C/O THE PEPSI-COLA COMPANY, ONE PEPSI WAY				2. Issuer Name and Ticker or Trading Symbol FEDERATED DEPARTMENT STORES INC /DE/ [FD] 3. Date of Earliest Transaction (Month/Day/Year) 06/30/2006						iC	X_ Director	(Che			v)	
(Street) SOMERS, NY 10589			4. If Amendment, Date Original Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting PersonForm filed by More than One Reporting Person						
(Cit	(City) (State) (Zip)				1	Гable	I - N	lon-Deriva	tive Secu	urities	s Acquire	ired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)			2. Transaction Date Month/Day/Year)	2A. Deemed Execution Date, if Code (Instr. 8) (Month/Day/Year)		(A) (I) (I)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		Be Re (In	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)		llowing)	Ownership or Form:	eneficial wnership		
	D	senarate line for e	ch class of securiti	ies beneficia	ally ov	wned	direc	tly or indir	ectly.						•	
Reminder:	Report on a	separate fine for e				which		contain	ed in th	is fo	rm are no	ot requi		ond unles	5	74 (9-02)
		separate fine for c	Table II - E	Derivative S 2.g., puts, c		ities A		contain the form	ed in th n displa sed of, o	is fo ays a or Ben	orm are no currently	ot requii y valid C	red to resp OMB contr	oond unless ol number.	S	74 (9-02)
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Reporting Owners

P. (1. O. N. (4.11	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
WEATHERUP CRAIG C/O THE PEPSI-COLA COMPANY ONE PEPSI WAY SOMERS, NY 10589	X					

Signatures

/s/Padma Tatta Cariappa, as attorney-in-fact for Craig E. Weatherup 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 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.