



4. CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES BENEFICIALLY OWNED AS OF December 31, 2005	5. SOLE VOTING POWER	1,152,834
BY EACH REPORTING PERSON WITH:	6. SHARED VOTING POWER	22,841
	7. SOLE DISPOSITIVE POWER	1,544,560
	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,544,560  
(Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \* ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.6%

12. TYPE OF REPORTING PERSON \*  
IC

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AXA Assurances Vie Mutuelle

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) ☒  
(B) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES BENEFICIALLY OWNED AS OF December 31, 2005	5. SOLE VOTING POWER	1,152,834
BY EACH REPORTING PERSON WITH:	6. SHARED VOTING POWER	22,841
	7. SOLE DISPOSITIVE POWER	1,544,560
	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,544,560  
(Not to be construed as an admission of beneficial ownership)

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11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.6%

12. TYPE OF REPORTING PERSON \*  
IC

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 31410H101 13G Page 4 of 12 Pages

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) [X]  
(B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES	5. SOLE VOTING POWER	1,152,834
BENEFICIALLY		
OWNED AS OF	6. SHARED VOTING POWER	22,841
December 31, 2005		
BY EACH	7. SOLE DISPOSITIVE POWER	1,544,560
REPORTING		
PERSON WITH:	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 1,544,560  
REPORTING PERSON  
(Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES \* ||

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.6%

12. TYPE OF REPORTING PERSON \*  
IC

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 31410H101 13G Page 5 of 12 Pages

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AXA

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) [ ]  
(B) [ ]

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES	5. SOLE VOTING POWER	1,152,834
BENEFICIALLY		
OWNED AS OF	6. SHARED VOTING POWER	22,841
December 31, 2005		
BY EACH	7. SOLE DISPOSITIVE POWER	1,544,560
REPORTING		
PERSON WITH:	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH 1,544,560  
REPORTING PERSON  
(Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN  
SHARES \* ||

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.6%

12. TYPE OF REPORTING PERSON \*  
IC

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

AXA Financial, Inc. 13-3623351

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP \* (A) ☐  
(B) ☐

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
State of Delaware

NUMBER OF SHARES BENEFICIALLY OWNED AS OF December 31, 2005 BY EACH REPORTING PERSON WITH:	5. SOLE VOTING POWER	836,644
	6. SHARED VOTING POWER	22,841
	7. SOLE DISPOSITIVE POWER	1,204,231
	8. SHARED DISPOSITIVE POWER	0

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,204,231  
(Not to be construed as an admission of beneficial ownership)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES \* ☐

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 0.4%

12. TYPE OF REPORTING PERSON \*  
HC

\* SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1(a) Name of Issuer:  
FEDERATED DEPT STORES INC DE

Item 1(b) Address of Issuer's Principal Executive Offices:  
7 West Seventh St.  
Cincinnati, OH 45202

Item 2(a) and (b)  
Name of Person Filing and Address of Principal Business Office:

AXA Assurances I.A.R.D Mutuelle, and  
AXA Assurances Vie Mutuelle,  
26, rue Drouot  
75009 Paris, France

AXA Courtage Assurance Mutuelle  
26, rue Drouot  
75009 Paris, France

as a group (collectively, the 'Mutuelles AXA').

AXA  
25, avenue Matignon  
75008 Paris, France

AXA Financial, Inc.  
1290 Avenue of the Americas  
New York, New York 10104

(Please contact Dean Dubovy at (212) 314-5528 with any questions.)

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Item 2(c) Citizenship:  
Mutuelles AXA and AXA - France  
AXA Financial, Inc. - Delaware

Item 2(d) Title of Class of Securities:  
  
COM

Item 2(e) Cusip Number:  
31410H101

Item 3. Type of Reporting Person:  
AXA Financial, Inc. as a parent holding company,  
in accordance with 240.13d-1(b)(ii)(G).  
  
The Mutuelles AXA, as a group, acting as a parent holding company.  
  
AXA as a parent holding company.

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<TABLE>

Item 4. Ownership as of December 31, 2005  
(a) Amount Beneficially Owned:  
1,544,560 shares of common stock beneficially owned including:  
<CAPTION>

	No. of Shares
	Subtotals
	-----
	<S>
AXA	0

AXA Entity or Entities

Common Stock acquired solely for investment purposes:	
AXA Rosenberg Investment Management LLC	340,329

AXA Financial, Inc.	0
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Subsidiaries:

Alliance Capital Management L.P.  
acquired solely for investment purposes on  
behalf of client discretionary investment  
advisory accounts:

Common Stock	1,195,596
	1,195,596
AXA Equitable Life Insurance Company	

acquired solely for investment purposes:

Common Stock	8,635
	8,635
	-----

Total 1,544,560

Each of the Mutuelles AXA, as a group, and AXA expressly declares that the filing of this Schedule 13G shall not be construed as an admission that it is, for purposes of Section 13(d) of the Exchange Act, the beneficial owner of any securities covered by this Schedule 13G.

Each of the above subsidiaries of AXA Financial, Inc. operates under independent management and makes independent decisions.

<S> <C>  
(b) Percent of Class: 0.6%

</TABLE>

<TABLE>

ITEM 4. Ownership as of December 31, 2005 (CONT.)

(c) Deemed Voting Power and Disposition Power:

<CAPTION>

	(i) Deemed to have Sole Power to Vote or to Direct the Vote	(ii) Deemed to have Shared Power to Vote or to Direct the Vote	(iii) Deemed to have Sole Power to Dispose or to Direct Disposition	(iv) Deemed to have Shared Power to Dispose or to Direct Disposition
	<C>	<C>	<C>	<C>
The Mutuelles AXA, as a group	0	0	0	0
AXA	0	0	0	0
AXA Entity or Entities:				
AXA Rosenberg Investment Management LLC	316,190	0	340,329	0
AXA Financial, Inc.	0	0	0	0
Subsidiaries:				
Alliance Capital Management L.P.	836,644	22,841	1,195,596	0
AXA Equitable Life Insurance Company	0	0	8,635	0
	1,152,834	22,841	1,544,560	0

Each of the above subsidiaries of AXA Financial, Inc. operates under independent management and makes independent voting and investment decisions.

</TABLE>

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Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

(X)

Item 6. Ownership of More than Five Percent on behalf of Another Person. N/A

Item 7. Identification and Classification of the Subsidiary which Acquired the Security Being Reporting on by the Parent Holding Company:

This Schedule 13G is being filed by AXA Financial, Inc.; AXA,

which owns AXA Financial, Inc.; and the Mutuelles AXA, which as a group control AXA:

(X) in the Mutuelles AXAs' capacity, as a group, acting as a parent holding company with respect to the holdings of the following AXA entity or entities:

(X) in AXA's capacity as a parent holding company with respect to the holdings of the following AXA entity or entities:

AXA Rosenberg Investment Management LLC

(X) in AXA Financial, Inc.'s capacity as a parent holding company with respect to the holdings of the following subsidiaries:

(X) Alliance Capital Management L.P.  
(13-3434400), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

(X) AXA Equitable Life Insurance Company  
(13-5570651), an insurance company and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

(X) Frontier Trust Company, FSB (Advest Trust)  
(45-0373941), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

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Item 8. Identification and Classification of Members of the Group. N/A

Item 9. Notice of Dissolution of Group: N/A

Item 10. Certification:

By signing below I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 14, 2006 AXA FINANCIAL, INC.\*

/s/ Alvin H. Fenichel

Alvin H. Fenichel  
Senior Vice President  
and Controller

\*Pursuant to the Joint Filing Agreement with respect to Schedule 13G attached hereto as Exhibit I, among AXA Financial, Inc., AXA Assurances I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, AXA Courtage Assurance Mutuelle, and AXA, this statement Schedule 13G is filed on behalf of each of them.



EXHIBIT I

JOINT FILING AGREEMENT  
-----

Each of the undersigned hereby agrees that the Schedule 13G filed herewith is filed jointly, pursuant to Rule 13d-1(f)(1) of the Securities Exchange Act of 1934, as amended on behalf of each of them.

Dated: February 14, 2006

AXA Financial, Inc.

BY: /s/ Alvin H. Fenichel

-----  
Alvin H. Fenichel  
Senior Vice President and Controller

AXA Assurances I.A.R.D. Mutuelle; AXA Assurances Vie Mutuelle; AXA Courtage Assurance Mutuelle, as a group, and AXA

Signed on behalf of each of the above entities

BY: /s/ Alvin H. Fenichel

-----  
Alvin H. Fenichel  
Attorney-in-Fact  
(Executed pursuant to Powers of Attorney)