

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-A

For Registration of Certain Classes of Securities
Pursuant to Section 12(b) or 12(g) of the
Securities Exchange Act of 1934

FEDERATED DEPARTMENT STORES, INC.

(Exact Name of Registrant as Specified in Its Charter)

DELAWARE

13-3324058

(State of Incorporation or Organization) (I.R.S. Employer
Identification No.)

7 West Seventh Street, Cincinnati, Ohio 45202
and
1440 BROADWAY, NEW YORK, NEW YORK 10018

(Address of Principal Executive Offices)

If this form relates to the
registration of a class of debt
securities and is effective upon
filing pursuant to General
Instruction A(c)(1) please check
the following box /X/

If this form relates to the
registration of a class of
debt securities and is to become
effective simultaneously
with the effectiveness
of a concurrent registration
statement under the Securities Act
of 1933 pursuant to General
Instruction A(c)(2) please check
the following box //

Securities to be registered pursuant to Section 12(b) of the Act:

TITLE OF EACH CLASS
TO BE SO REGISTERED

NAME OF EACH EXCHANGE ON WHICH
EACH CLASS IS TO BE REGISTERED

7% Senior Debentures Due 2028

New York Stock Exchange, Inc.

Securities to be registered pursuant to Section 12(g) of the Act:

NONE

(Title of Class)

INFORMATION REQUIRED IN
REGISTRATION STATEMENT

ITEM 1. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED.

The description of the securities registered hereby is included in a prospectus filed by the Registrant pursuant to Rule 424(b) under the Securities Act of 1933, as amended (the "Securities Act"), on February 4, 1998, in connection with the registration of such securities under the Securities Act pursuant to a Registration Statement on Form S-3 (Registration No. 333-34321). Such prospectus shall be deemed to be incorporated by reference herein.

ITEM 2. EXHIBITS.

1. Indenture, dated as of September 10, 1997, between the Registrant and Citibank, N.A., as Trustee (filed as Exhibit 4.4 to the Registrant's Registration Statement on Form S-3 (Registration No. 333-34321) filed with the Commission on September 11, 1997, and incorporated herein by reference)
2. Form of First Supplemental Trust Indenture, dated as of February 6, 1998, between the Registrant and Citibank, N.A., as Trustee (filed as Exhibit 2 to the Registrant's Current Report on Form 8-K filed with the Commission on February 6, 1998, and incorporated herein by reference)
3. Form of 7% Senior Debenture Due 2028 (included in Exhibit 2)

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SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

FEDERATED DEPARTMENT STORES, INC.
(Registrant)

Date: February 6, 1998

By: /s/Dennis J. Broderick

Name: Dennis J. Broderick
Title: Senior Vice President,
General Counsel and
Secretary

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EXHIBIT INDEX

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NUMBER

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