

1702

Federated

DEPARTMENT STORES, INC.

7 West Seventh Street · Cincinnati, Ohio 45202-2471

PADMA TATTA CARIAPPA
DIVISIONAL VICE PRESIDENT - CORPORATE
ASSISTANT GENERAL COUNSEL

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September 17, 2002

**BY FACSIMILE (202-942-9651)
and U.S. MAIL**

Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, D.C. 20549

Re: Federated Department Stores, Inc. - Statements of
Principal Executive Officer and Principal Financial Officer

Dear Mr. Katz:

In accordance with Order No. 4-460 of the Securities and Exchange Commission, enclosed are the statements of James M. Zimmerman, Chief Executive Officer and Karen M. Hoguet, Chief Financial Officer, of Federated Department Stores, Inc.

If you have any questions, please contact me at (513) 579-7573.

Very truly yours,

FEDERATED DEPARTMENT STORES, INC.



Padma Tatta Cariappa

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Enclosures

1702

Statement Under Oath of Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings

I, Karen M. Hoguet, Chief Financial Officer of Federated Department Stores, Inc., state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Federated Department Stores, Inc. (the "Company"), and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - The Company's Annual Report on Form 10-K for the year ended February 2, 2002, filed with the Securities and Exchange Commission (the "Commission") on April 17, 2002;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of the Company filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

Karen Hoguet

 Karen M. Hoguet
 Date: September 17, 2002

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Subscribed and sworn to
 before me the 17th day of
 September 2002.

/s/ *Dianne M. Webber*

 Notary Public



DIANNE M. WEBBER
 My Commission Expires Public, State of Ohio
 My Commission Expires Nov, 17, 2002