

WAL MART STORES INC

FORM DEL AM

(Seperately filed delaying amendment under Securities Act Rule 473 to delay effectiveness of a 1933 Act registration statement)

Filed 04/09/96

Address	702 SOUTHWEST 8TH ST BENTONVILLE, AR 72716
Telephone	5012734000
CIK	0000104169
Symbol	WMT
SIC Code	5331 - Variety Stores
Industry	Retail (Department & Discount)
Sector	Services
Fiscal Year	01/31

WAL MART STORES INC

FORM DEL AM
(Delaying amendment.)

Filed 4/9/1996

Address	702 SOUTHWEST 8TH ST BENTONVILLE, Arkansas 72716
Telephone	501-273-4000
CIK	0000104169
Industry	Retail (Department & Discount)
Sector	Services
Fiscal Year	01/31

April 3, 1996

Ms. Stacey Kramer

Securities and Exchange Commission

Judiciary Plaza
450 Fifth Street, N.W.
Washington, DC 20542

Re: Wal-Mart Stores, Inc.

Registration Statement on Form S-3 (Reg. No. 333-2089)

Dear Ms. Kramer:

On behalf of Wal-Mart Stores, Inc. (the "Company"), the following language is hereby added to the Company's Registration Statement on Form S-3, Registration No. 333-2089, to be set forth on the facing page thereof following the calculation of the registration fee:

The registrant hereby amends this registration statement on such date or dates as may be necessary to delay its effective date until the registrant shall file a further amendment which specifically states that this registration statement shall thereafter become effective in accordance with section 8(a) of the Securities Act of 1933 or until the registration statement shall become effective on such date as the Commission, acting pursuant to said section 8(a), may determine.

If you should have any further questions, please do not hesitate to contact John M. Matheson at (918) 586-8950, at your convenience.

Very truly yours,

/s/ Robert K. Rhoads

*Robert K. Rhoads
Senior Vice President
General Counsel and Secretary*

End of Filing

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