FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPROVA |
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## INITIAL STATEMENT OF 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

| Name and Address of Reporting Person*     BURNS M MICHELE |            |                | 2. Date of Event Requiring<br>Statement (Month/Day/Year)<br>04/07/2005   |  | r Name <b>and</b> Ticker or Trading S<br>MART STORES INC |   |                 |  |  |
|---|------------|----------------|--|--|--|---|-----------------|--|--|
| (Last) (First) (Middle) 1050 DELTA BLVD, DEPT #804        |            |                | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner  Officer (give title below) below) |  | 10% Owner<br>Other (specify                              | 5. If Amendment, Date of Original Filed (Month/Day/Year) 06/16/2003 |                 |  |  |
| (Street) ATLANTA (City)                                   | GA (State) | 30320<br>(Zip) |  |  |  |   | Applicable X Fo | al or Joint/Group Filing (Check<br>Line)<br>orm filed by One Reporting Person<br>orm filed by More than One Reporting<br>erson |  |

## Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities<br>Beneficially Owned (Instr. 4) | 3. Ownership<br>Form: Direct (D) or | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|--|-------------------------------------|---|
|                                 |  | Indirect (I) (Instr. 5)             |   |

# Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                                     | Conversion or Exercise                               | Form: Direct<br>(D) or | 6. Nature of Indirect<br>Beneficial Ownership<br>(Instr. 5) |
|--|--|--------------------|---|-------------------------------------|--|------------------------|---|
|  | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares | Price of Derivative Security Indirect (I) (Instr. 5) |                        |   |

### Explanation of Responses:

## Remarks:

This amended Form 3 is being filed solely for the purpose of filing the attached Confirming Statement.

No securities are beneficially owned.

/s/ Samuel A. Guess, By Power of Attorney 04/07/2005

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

### CONFIRMING STATEMENT

This Statement confirms that the undersigned, M. Michele Burns, has designated Jeffery J. Gearhart, Anthony D. George, Samuel A. Guess and Cynthia P. Moehring to execute and file on the undersigned's behalf all Forms 3, 4, and 5 (including any amendments thereto) that the undersigned may be required to file with the U.S. Securities and Exchange Commission and other regulatory bodies as a result of the undersigned's ownership of or transactions in securities of Wal-Mart Stores, Inc. The authority of Jeffery J. Gearhart, Anthony D. George, Samuel A. Guess and Cynthia P. Moehring under this Statement shall continue until the undersigned is no longer required to file Forms 3, 4, and 5 with regard to the undersigned's ownership of or transactions in securities of Wal-Mart Stores, Inc., unless earlier revoked in writing. The undersigned acknowledges that Jeffery J. Gearhart, Anthony D. George, Samuel A. Guess and Cynthia P. Moehring are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

Date: 11-20-03 /s/ M. Michele Burns
M. Michele Burns