SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, D.C. 20549

SCHEDULE 13G

Information Statement pursuant to Rule 13d-1 and 13d-2

(AMENDMENT NO. 3)*

Dillard Dept. Stores, Inc.

(NAME OF ISSUER)

COMMON STOCK

(TITLE OF CLASS OF SECURITIES)

254063100

(CUSIP NUMBER)

Check the following box if a fee is being paid with this statement :_:

(A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

* The remainder of this cover page shall be filled out for a reporting person`s initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be 'filed' for the purpose of Section 18 of the Securities Exchange Act of 1934 ('Act') or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(CONTINUED ON FOLLOWING PAGE(S))

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1 NAME OF REPORTING PERSON

AXA Assurances I.A.R.D. Mutuelle

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 8,565,507
	6	SHARED VOTING POWER AS OF March 31, 1994 98,800
	7	SOLE DISPOSITIVE POWER 11,839,347
	8	SHARED DISPOSITIVE POWER 1,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,840,347 (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 10.9%

12 TYPE OF REPORTING PERSON *

IC

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1 NAME OF REPORTING PERSON

Alpha Assurances I.A.R.D. Mutuelle

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Alpha Assurances Vie Mutuelle

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1 NAME OF REPORTING PERSON

Uni Europe Assurance Mutuelle

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

France

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	5	SOLE VOTING POWER 8,565,507
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12 TYPE OF REPORTING PERSON *

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1 NAME OF REPORTING PERSON

AXA

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

France

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11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.9%

12 TYPE OF REPORTING PERSON *

HC

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1 NAME OF REPORTING PERSON

THE EQUITABLE COMPANIES INCORPORATED

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

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 BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER: 8,544,507
	6 SHARED VOTING POWER: 98,800 AS OF March 31, 1994
	7 SOLE DISPOSITIVE POWER: 11,818,347
	8 SHARED DISPOSITIVE POWER: 1,000

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON: 11,819,347

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES * [ ]

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9: 10.8%

12 TYPE OF REPORTING PERSON *

HC

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Item 1(a) Name of Issuer:

Dillard Dept. Stores, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices: 1600 Cantrell Rd.
Little Rock, AR 72201

Item 2(a) Name of Person Filing:
Alpha Assurances I.A.R.D. Mutuelle, Alpha Assurances Vie Mutuelle, AXA Assurances I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, and Uni Europe Assurance Mutuelle, as a group
(collectively, the 'Mutuelles AXA')

AXA

The Equitable Companies Incorporated
(the 'Equitable Companies')

Item 2(b) Address of Principal Business Office:
Alpha Assurances I.A.R.D. Mutuelle and Alpha Assurances Vie Mutuelle 101-100 Terrasse Boieldieu 92042 Paris La Defense France

AXA Assurances I.A.R.D Mutuelle and AXA Assurances Vie Mutuelle La Grande Arche
Pardi Nord
92044 Paris La Defense France

Uni Europe Assurance Mutuelle 24 Rue Drouot
75009 Paris France

AXA
23, Avenue Matignon
75008 Paris France

The Equitable Companies Incorporated
787 Seventh Avenue
New York, New York 10019

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Item 2(c) Citizenship:
Mutuelles AXA and AXA - France Equitable Companies - Delaware

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:
254063100

Item 3. Type of Reporting Person:
Equitable Companies 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.

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Item 4. Ownership as of March 31, 1994:

(a) Amount Beneficially Owned:

11,840,347 shares of common stock beneficially owned including:

		No. of Shares
The Mutuelles AXA, as a group		0
AXA		0
AXA Entity or Entities: AXA RE United States		
acquired solely for investment purposes:		
Common stock	21,000	21,000

(Each of the Mutuelles AXA, as a group, and AXA expressly declares that the filing of this Schedule 13G shall not to 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).

The Equitable Companies Incorporated		0
Subsidiaries:		
The Equitable Life Assurance Society of the United States acquired solely for investment purposes:		
Common stock	401,000	401,000
Alliance Capital Management, L. P., acquired solely for investment purposes on behalf of client discretionary investment advisory accounts:		
Common stock	11,417,347	11,417,347
Donaldson, Lufkin & Jenrette Securities Corporation held for investment purposes:		
Common stock	1,000	1,000
Wood, Struthers & Winthrop Management Corp. acquired solely for investment purposes on behalf of client discretionary investment advisory accounts:		0
Total		11,840,347

(Each of the above subsidiaries of The Equitable operates under independent management and makes independent decisions).

(B) Percent of Class: 10.9%

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(c) Deemed Voting Power and Disposition Power:

	(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 the Disposition	(iv) Deemed to have Shared Power to Dispose or to Direct the Disposition
The Mutuelles AXA, as a group	0	0	0	0
AXA	0	0	0	0
AXA Entity or Entities:				
AXA RE United States	21,000	0	21,000	0
The Equitable Companies Incorporated	0	0	0	0
Subsidiaries:				
The Equitable Life Assurance Society of the United States	401,000	0	401,000	0
Alliance Capital Management, L. P.	8,143,507	98,800	11,417,347	0
Donaldson, Lufkin & Jenrette Securities Corporation	0	0	0	1,000
Wood, Struthers & Winthrop Management Corporation	0	0	0	0
TOTAL	8,565,507	98,800	11,839,347	1,000

(Each of the above subsidiaries of the Equitable Companies operates under independent management and makes independent voting and investment decisions).

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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.

( )

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 the Mutuelles AXA, as a group, AXA, and Equitable Companies:

(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 RE United States

(X) IN EQUITABLE COMPANIES capacity as a parent holding company with respect to the holdings of its following subsidiaries:

(X) THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES (13-5570651), an insurance company, a broker-dealer registered under Section 15 of the Securities and Exchange Act of 1934 and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

(X) ALLIANCE CAPITAL MANAGEMENT, L. P. (13-3434400), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

(X) DONALDSON, LUFKIN & JENRETTE SECURITIES CORPORATION (13-2741729), a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934 and an investment adviser registered under
Section 203 of the Investment Advisers Act of 1940.

( ) WOOD, STRUTHERS & WINTHROP MANAGEMENT CORP. (13-2774791), 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: April 8, 1994 *THE EQUITABLE COMPANIES INCORPORATED**

/s/ Joanne T. Marren

Joanne T. Marren
Vice President

*Pursuant to the Joint Filing Agreement with respect to Schedule 13G attached hereto as Exhibit I, among The Equitable Companies Incorporated, Alpha Assurances I.A.R.D. Mutuelle, Alpha Assurances Vie Mutuelle, AXA Assurances I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, and Uni Europe Assurance Mutuelle, and AXA, this statement Schedule 13G is filed on behalf of each of them.

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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: April 8, 1994

The Equitable Companies Incorporated

BY: /s/ Joanne T. Marren

Joanne T. Marren
Vice President

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

Signed on behalf of each of the above entities

BY: /s/ Joanne T. Marren

Joanne T. Marren
Attorney-in-Fact
(Executed pursuant to Powers of Attorney)

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End of Filing

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