SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* $\underline{Myers \ Margaret}$			2. Date of Event Requiring Statement (Month/Day/Year) 11/16/2005		3. Issuer Name and Ticker or Trading Symbol <u>NORDSTROM INC</u> [JWN]					
(Last) (First) (Middle) C/O NORDSTROM, INC.		(Middle)	_ 11/16/2005		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (spec		r 1	5. If Amendment, Da Month/Day/Year) 11/16/2005	,	
1617 SIXTH AVENUE					A below) Executive Vice P	below) resident		5. Individual or Joint Applicable Line)	/Group Filing (Check	
(Street)							ĺ	,	y One Reporting Persor	
SEATTLE V	WA	98101	_					Form filed by More than One Reporting Person		
(City) ((State)	(Zip)								
			Table I - No	n-Derivat	ive Securities Beneficial	ly Owned	1			
1. Title of Security (Instr. 4)				. Amount of Securities eneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) (Instr. 5)				
Common Stock					15,300(13)	D				
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Explanation of Responses:

1. Exercisable in four equal annual installments commencing 5/19//99.

2. Exercisable in four equal annual installments commencing 11/17/99.

3. Exercisable in four equal annual installments commencing 2/27/02.

4. Exercisable in four equal annual installments commencing 2/25/03.

5. Exercisable in four equal annual installments commencing 2/18/04.

6. Exercisable in four equal annual installments commencing 2/25/05.

7. Exercisable in four equal annual installments commencing 2/23/06.

8. Exercisable in four equal annual installments commencing 2/25/00.

9. Exercisable in four equal annual installments commencing 2/22/01.

10. Exercisable during the first five years from the date of the grant when the issuer's stock sustained an average price for at least 20 consecutive market days as follows: 20% at an average price of \$55; 35% at an average price of \$67; and 45% at an average price of \$80. Thereafter, all unvested options are automatically exercisable 8 years from the date of grant.

11. The stock units are convertible into the issuer's common stock and payable upon the occurance of certain events, including the reporting person's retirement from the issuer.

12. Stock unit dividends paid on performance share units that were deferred at the election of the reporting person under the Executive Deferred Compensation Plan.

13. This Form 3 is being amended solely for the purpose of correcting the number of directly owned shares. The original Form 3 filed on 11/28/05 correctly reported the number of directly owned shares. A subsequent amendment filed on 12/16/05 incorrectly amended the number of directly owned shares. This Form 3 is being filed to again amend the number of directly owned shares as originally reported on 11/28/05.

Remarks:

/s/ Duane E. Adams, Attorney- 06/01/2006

in-Fact for Margaret Myers

** Signature of Reporting Person Date

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

 * 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.