SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

AMENDMENT NO. 13 TO SCHEDULE 13D

Under the Securities Exchange Act of 1934
The Limited, Inc.
(Name of Issuer)
Common Stock, \$.50 Par Value
(Title of Class of Securities)
532716-107
(CUSIP Number)
Robert S. Schwartz, Esq. Schwartz, Kelm, Warren & Ramirez 41 South High Street Columbus, Ohio 43215 (614) 222-3000
(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)
November 22, 1994
(Date of Event which Requires Filing of this Statement)
If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b)(3) or (4), check the following box. / /

Check the following box if a fee is being paid with the statement $\ensuremath{/}$ (Continued on following pages)

CUSIP No. 532716-16	7	Page 2 of 12 Pa	ges								
1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON											
Leslie H. Wexne		####-##-#	###								
2 CHECK THE APPRO	PRIATE B	X IF A MEMBER OF A GROUP	(a) / / (b) /x/								
3 SEC USE ONLY											
4 SOURCE OF FUNDS			N/A								
5 CHECK BOX IF DI TO ITEMS 2(d) C	R 2(e)	OF LEGAL PROCEEDINGS IS REQU	IRED PURSUANT								
6 CITIZENSHIP OR			ited States								
	7	SOLE VOTING POWER	62,403,000								
NUMBER OF SHARES BENEFICIALLY	8	SHARED VOTING POWER	5,693,353								
OWNED BY EACH REPORTING PERSON WITH	9	SOLE DISPOSITIVE POWER	62,905,365								
		SHARED DISPOSITIVE POWER	5,693,353								
11 AGGREGATE AMOUN	T BENEFI	IALLY OWNED BY EACH REPORTIN	G PERSON 68,598,718								
		MOUNT IN ROW (11) EXCLUDES C									
13 PERCENT OF CLAS	S REPRES	NTED BY AMOUNT IN ROW (11)	19.2%								
14 TYPE OF REPORTI			IN								

CUSI	P No.	532716-107	7 	Page -	3	of	12	Pages					
1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON Bella Wexner ###-##-####												
2													
3	SEC (JSE ONLY							-				
4	SOUR	CE OF FUNDS						N/A	-				
5	EQUIRED PURSUANT / /	-											
6	CITIZ	ZENSHIP OR F		ORGANIZAT	ION			United States	-				
AU IME				SOLE VOTI		VER		15,697,514	-				
SHAF BENE	BER OF RES EFICIALLY	8	SHARED VO	TING F			-0-						
REPO PERS		EACH	9	SOLE DISP				15,697,514					
WITH	1		10	SHARED DI				-0-					
11	AGGRE	EGATE AMOUN	BENEFI(CIALLY OWN	ED BY	EACH	REPOR	TING PERSON 15,697,514	_				
12	CHECK	(BOX IF AG	GREGATE A	AMOUNT IN	ROW (2	l1) E	XCLUDE	S CERTAIN SHARES //	-				
13	PERCE	ENT OF CLASS	REPRESI	ENTED BY A	MOUNT	IN R	OW (11	4.3%	_				
14		OF REPORTI						IN	-				
									-				

CUSIP No. 532716-107		Page	4	of	12	Pages	
	-	-				•	
1 NAME OF REPORTIN S.S. OR I.R.S. I		. OF ABOVE PE	ERSON				
The Wexner Found							
2 CHECK THE APPROP		IEMBER OF A GF					
				(a) (b)			
3 SEC USE ONLY							
4 SOURCE OF FUNDS				N/A			
5 CHECK BOX IF DIS			IS REQ	UIRE	D PURS	SUANT	
TO ITEMS 2(d) OR				//			
6 CITIZENSHIP OR P	CITIZENSHIP OR PLACE OF ORGANIZATION						
		ING POWER		3,343	3,353		
NUMBER OF SHARES	8 SHARED V	OTING POWER		-0-			
BENEFICIALLY OWNED BY EACH REPORTING	9 SOLE DIS	POSITIVE POWE		3,343	3,353		
PERSON WITH	10 SHARED D	ISPOSITIVE PO	OWER	-0-			
11 AGGREGATE AMOUNT	BENEFICIALLY OW	NED BY EACH F		NG PE			
12 CHECK BOX IF AGG	REGATE AMOUNT IN	I ROW (11) EXC	CLUDES	CERTA	AIN SH	HARES /	/
13 PERCENT OF CLASS				1.0%			
14 TYPE OF REPORTIN	G PERSON			00			

CUSI	P No. 532716-107		Page	5	of .	12	Pages		
1	NAME OF REPORTING S.S. OR I.R.S. IDE	OVE PERSON							
	Health and Science	e Interests							
2		ATE BOX IF A MEMBER O			/ / /x/				
3	SEC USE ONLY								
4	SOURCE OF FUNDS			N/A					
5	CHECK BOX IF DISCL TO ITEMS 2(d) OR 2	OSURE OF LEGAL PROCEE	DINGS IS RE	QUIRE	D PUF	RSUANT			
6	CITIZENSHIP OR PLA	ACE OF ORGANIZATION		Ohio					
NUMB	ER OF	7 SOLE VOTING POW	ER	2,00	0,000	 9			
OWNE	ES FICIALLY D BY EACH RTING	8 SHARED VOTING POWER		-0-					
PERS WITH	ON	9 SOLE DISPOSITIVE POWE			0,000	9 			
		10 SHARED DISPOSIT	IVE POWER	-0-					
11	AGGREGATE AMOUNT E	BENEFICIALLY OWNED BY	EACH REPORT		ERSON				
12	12 CHECK BOX IF AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES //								
13	PERCENT OF CLASS F	REPRESENTED BY AMOUNT	IN ROW (11)	0.5%					
14	TYPE OF REPORTING			00					

CUSIP No.	532716-107	Page 6	6 o	f 12	Pages				
	F REPORTING PERSON R I.R.S. IDENTIFICAT	TION NO. OF	= ABOV	E PERSO	N				
Health	and Science Interes	sts II							
2 CHECK	THE APPROPRIATE BOX	IF A MEMBE	ER OF	A GROUP	(a) / / (b) /x/				
3 SEC US	E ONLY								
4 SOURCE	OF FUNDS				N/A				
	BOX IF DISCLOSURE OF MS 2(d) OR 2(e)		OCEEDI	NGS IS	REQUIRED PURSUANT				
6 CITIZE	NSHIP OR PLACE OF OF		N		Ohio				
NUMBER OF		DLE VOTING	POWER		350,000				
SHARES BENEFICIALL OWNED BY EA	Y 8 SH CH	HARED VOTIN	NG POW	ER	-0-				
REPORTING PERSON WITH		DLE DISPOS			350,000				
	10 SF	HARED DISPO	OSITIV	E POWER	-0-				
	ATE AMOUNT BENEFICIA				350,000				
	12 CHECK BOX IF AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES //								
13 PERCEN	T OF CLASS REPRESENT	ED BY AMOU	JNT IN	ROW (1	0.1%				
	F REPORTING PERSON				00				

CUSIP No.	532716-107	Page -	7	of	12	Pages						
1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON												
International Charitable Interests II												
2 CHEC	THE APPROPRIATI					(a (b	•					
3 SEC	JSE ONLY											
4 SOUR	CE OF FUNDS						N/A					
5 CHEC	K BOX IF DISCLOS TEMS 2(d) OR 2(e)				EQUIRED PUR						
6 CITI	ZENSHIP OR PLACE	OF ORGANIZAT					Ohio					
NUMBER OF SHARES	7	SOLE VOTI	NG POV	IER			-0-					
BENEFICIA OWNED BY I							-0-					
PERSON WITH	9	SOLE DISF	POSITI\	/E P0	WER		-0-					
	10	SHARED DI	SPOSIT	IVE			-0-					
11 AGGR	EGATE AMOUNT BENI	EFICIALLY OWN	IED BY	EACH	REPOR	TING PERSON	-0-					
12 CHEC	K BOX IF AGGREGA	TE AMOUNT IN	ROW (1	.1) E	XCLUDE	S CERTAIN S	HARES / /					
13 PERCI	ENT OF CLASS REPI	RESENTED BY A			,	,	0.0%					
14 TYPE	OF REPORTING PE						00 					

CUSI	P No. 532716-	107 		Page -	8 	of 	12	Pages
1	NAME OF REPOR S.S. OR I.R.S		ON ICATION NO. OF A	ABOVE PERSON				
	International	Charitab.	le Interests III	:				
2			BOX IF A MEMBER			/ / /x/		
3	SEC USE ONLY							
4	SOURCE OF FUN				N/A			
5	CHECK BOX IF TO ITEMS 2(d)		E OF LEGAL PROCE	EDINGS IS R	EQUIRE //	ED PUF		
6	CITIZENSHIP O	R PLACE O	F ORGANIZATION		Ohio			
NUMBI	ER OF	7	SOLE VOTING PO)WER	-0-			
BENEI OWNEI	=ICIALLY D BY EACH RTING	8	SHARED VOTING		-0-			
PERSO WITH		9	SOLE DISPOSITI	VE POWER	- 0 -			
		10	SHARED DISPOSI	TIVE POWER	-0-			
11			ICIALLY OWNED BY		-0-	PERSON	N	
12			AMOUNT IN ROW (ΓAIN S	SHARES	S / /
13	PERCENT OF CL	ASS REPRE	SENTED BY AMOUNT	IN ROW (11	0.09	6		
14	TYPE OF REPOR		 DN		00			
						 -		

- ITEM 2. IDENTITY AND BACKGROUND. This Amendment No. 13, dated November 22, 1994, to the Schedule 13D dated June 25, 1985 previously filed by Leslie H. Wexner, Bella Wexner, and The Wexner Foundation is being filed pursuant to Rule 13d-2 of the Securities Exchange Act of 1934, as amended. The items for which changes are specified are hereby amended as indicated below. See Notes 1 and 2 to Item 5.
- ITEM 3. SOURCE AND AMOUNT OF FUNDS OR Other CONSIDERATIONS. Not Applicable.
- ITEM 4. PURPOSE OF TRANSACTION. The persons named herein may sell securities from time to time in the open market.
- ITEM 5. INTEREST IN SECURITIES OF THE ISSUER.
 - (A) The number of shares beneficially owned and the corresponding percentages of all outstanding Shares as of November 22, 1994 are as follows:

1.	Leslie H. Wexner	68,598,718 (1)(2)(3)	19.2%
2.	Bella Wexner	15,697,514	4.3%
3.	The Wexner Foundation	3,343,353	1.0%
4.	Health and Science Interests	2,000,000	0.5%
5.	Health and Science Interests II	350,000	0.1%
6.	International Charitable Interests II	-0-	0.0%
7.	International Charitable Interests III	- 0 -	0.0%

(B) Stockholdings of Company Common Stock as of November 22, 1994:

			Wexner	Health and Science	Health and Science	Intrernational Charitable	Intrernational Charitable	
	Leslie H. Wexner	Bella Wexner	Foundation	Interests	Interests II	Interests II	Interests III	
Sole Power to Vote or to direct vote	62,403,000	15,697,514	3,343,353 (1)	2,000,000 (2)	350,000 (2)	- 0 -	-0-	
Shared Power to Vote or direct vote	5,693,353 (1)(2) N/A	N/A	N/A	N/A	N/A	N/A	
Sole Power to dispose of or to direct disposition	62,905,365 (3)	15,697,514	3,343,353 (1)	2,000,000 (2)	350,000 (2)	- 0 -	-0-	
Shared Power to dispose or to direct disposition	5,693,353 (1)(2) N/A	N/A	N/A	N/A	N/A	N/A	

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- Power to vote or direct the disposition of the 3,343,353 shares held (1) by The Wexner Foundation may be deemed to be shared by Leslie H. Wexner, Jeffrey E. Epstein and Jeffrey J. Smith as the trustees of The Wexner Foundation. Leslie H. Wexner, Jeffrey E. Epstein and Jeffrey J. Smith disclaim beneficial ownership of the shares held by the Foundation.
- (2) Power to vote or direct the disposition of the 2,350,000 shares held by Health and Science Interests and Health and Science Interests II may be deemed to be shared by Leslie H. Wexner as grantor and Jeffrey E. Epstein and as trustees thereof. Leslie H. Wexner and Jeffrey E. Epstein disclaim beneficial ownership of shares held by Health and Science Interests and Health and Science Interests II.

The following information required by Item 2 is given with respect to Messrs. Epstein and Smith:

(a) (b) Jeffrey E. Epstein Jeffrey J. Smith Name:

41 South High Street, Suite 3710, Business Address: 41 South High Street, Suite 3710,

Columbus, Ohio 43215 Accountant

Columbus, Ohio 43215 Financial Advisor Present Principal Occupation: (d) and (e) Not applicable

(f) Citizenship: United States United States

Includes 502,365 shares held in The Limited, Inc. Savings and (3) Retirement Plan for Mr. Wexner's account.

> (C) The following tables represent the transactions in the Company's shares by the persons named herein since Amendment No. 12 to the Schedule 13D was filed on March 7, 1994.

		Date	Amount of Securities	Price Per Share	TransactiEffected
1.	Transactions of Mr. Wexner:	08/30/94	3,000,000	N/A	Gift Disposition
		11/22/94	1,000,000	N/A	Gift Disposition
2.	Transactions of Mrs. Bella Wexner:	None			
3.	Transactions of The Wexner Foundation:	08/16/94	25,000	\$19.375	Open market sale
		08/16/94	125,000	\$19.25	Open market sale
		08/22/94	1,947	N/A	Distribution to The Wexner Foundation Savings and
					Retirement Plan
4	Transactions of Health and Science Interests:	08/31/94 None	200,000	\$19.88	Open market sale
5. 6.	Transactions of Health and Science Interests II: Transactions of International Charitable	11/22/94	150,000	\$21.125	Open market sale
	Interests II:	08/30/94	1,500,000	N/A	Gift Acquisition
		08/31/94	1,500,000	\$19.88	Open market sale
		11/22/94	1,000,000	N/A	Gift Acquisition
		11/22/94	1,000,000	\$21.125	Open market sale
7.	Transactions of International Charitable				•
	Interests III:	08/30/94	1,500,000	N/A	Gift Acquisition
		08/31/94	1,500,000	\$19.88	Open market sale

- (D) No other person is presently known by the persons making this report to have the right to receive or the power to direct the receipt of dividends, or the proceeds, from the sale of the securities mentioned in this report.
- (E) On August 31, 1994 International Charitable Interests III ceased to be a beneficial owner of the class of securities of The Limited, Inc. On November 22, 1994 International Charitable Interests II ceased to be a beneficial owner of the class of securities of The Limited, Inc.

ITEM 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer. See Note (2) to Item 5.

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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.

Dated: November 22, 1994

THE WEXNER FOUNDATION

By:/s/ Leslie H. Wexner Leslie H. Wexner, President

/s/ Bella Wexner -----Bella Wexner

HEALTH AND SCIENCE INTERESTS

By:/s/ Jeffrey E. Epstein
Jeffrey E. Epstein, Trustee

HEALTH AND SCIENCE INTERESTS II

By:/s/ Jeffrey E. Epstein
Jeffrey E. Epstein, Trustee

INTERNATIONAL CHARITABLE INTERESTS II

By:/s/ Jeffrey E. Epstein
Jeffrey E. Epstein, Trustee

INTERNATIONAL CHARITABLE INTERESTS III

By:/s/ Jeffrey E. Epstein
Jeffrey E. Epstein, Trustee