
SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

SCHEDULE 13D

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

(AMENDMENT NO. 36)

	(Name of I	Issuer)		
CO	MMON STOCK, \$0.50 PAR VALUE		532716-10-7	
(T	itle of class of securities)		(CUSIP number)	
	RAYMOND O. G WEIL, GOTSHAL & 767 FIFTH NEW YORK, NEW (212) 310	MANGES LLP AVENUE YORK 10153		
	(Name, address and telephone no receive notices and		orized to	
	MARCH 5,	2008		
	(Date of event which requires	s filing of this stat	ement)	·
the acqui	ling person has previously filed sition that is the subject of the pecause of Rules 13d-1(e), 13d-1(is Schedule 13D, and	is filing this	
======		=======================================		:
	532716-10-7	13D	Page 2	
	NAME OF REPORTING PERSON:	Leslie H. Wexner		
2	CHECK THE APPROPRIATE BOX IF A N	MEMBER OF A GROUP:		(A) [_] (B) [X]
	SEC USE ONLY			
4	SOURCE OF N/A FUNDS:			
5	CHECK BOX IF DISCLOSURE OF LEGAL ITEM 2(d) OR 2(e):	PROCEEDINGS IS REQU	IIRED PURSUANT TO	[_]
6		United States		

NUMBER OF SHARES		SOLE VOTING POWER:	33,759,091	
BENEFICIALLY OWNED BY		SHARED VOTING POWER:		
EACH REPORTING	9	SOLE DISPOSITIVE POWER:		
PERSON WITH	10	SHARED DISPOSITIVE POWER:		
			BY REPORTING PERSON: 56,572,602	
12 CHECK SHARES	В0X S:	IF THE AGGREGATE AMOUNT IN		[_]
13 PERCEN	IT O	F CLASS REPRESENTED BY AMOU		
14 TYPE 0)FR	EPORTING PERSON: IN		
SEE INSTRU	JCTI	ONS BEFORE FILLING OUT!		

	532716-10-7	13D		Page 3	
1	NAME OF REPORTING P	ERSON: Al	oigail S. Wexner		
	CHECK THE APPROPRIA	TE BOX IF A MEMBI	ER OF A GROUP:		(A) [_] (B) [X]
	SEC USE ONLY				
4	SOURCE OF N/A FUNDS:				
	CHECK BOX IF DISCLO ITEM 2(d) OR 2(e):	SURE OF LEGAL PRO	OCEEDINGS IS REQUI	RED PURSUANT TO	
6	CITIZENSHIP OR PLAC ORGANIZATION:	E OF	United States		
NUMBER SHARES		NG POWER:	-0-		
BENEFICIA OWNED B	ALLY 8 SHARED VO BY	TING POWER:			
EACH REPORT:	9 SOLE DISP ING	OSITIVE POWER:			
PERSON \	WITH 10 SHARED DI		8,640,306		
	AGGREGATE AMOUNT BE	NEFICIALLY OWNED	BY REPORTING PERS		
12	CHECK BOX IF THE AG SHARES:	GREGATE AMOUNT I		S CERTAIN	[X]
13	PERCENT OF CLASS RE	PRESENTED BY AMOU		2.4%	
14	TYPE OF REPORTING P				
SEE	INSTRUCTIONS BEFORE	FILLING OUT!			

	532716-10			13D		Page 4	
1	NAME OF F	REP0	RTING PERSON:	Wexner	Personal Holdings C		
2	CHECK THE				ER OF A GROUP:		(A) [_] (B) [X]
	SEC USE (ONLY					
4	SOURCE OF						
5			ITEM 2(d) OR 2	2(e):	OCEEDINGS IS REQUIR		[_]
6	CITIZENSI ORGANIZA		OR PLACE OF				
NUMBE SHAR		7		POWER:	4,892,608		
BENEFIC OWNED			SHARED VOTING	POWER:			
EAC REPOR	TING	9	SOLE DISPOSIT	TIVE	4,892,608		
PERSON			SHARED DISPOS POWER:				
11	AGGREGATE	E AM	OUNT BENEFICIA	ALLY OWNED	BY REPORTING PERSO	N: 4,892,608	
	SHARES:				N ROW (11) EXCLUDES		[_]
13					UNT IN ROW (11): 1		
14	TYPE OF F	REP0	RTING PERSON:	CO			
SEE	INSTRUCT	IONS	BEFORE FILLIN	NG OUT!			

CUSIP No.				13D		Page 5	
			RTING PERSON: Tr	ust 600			
	CHECK THI	E API	PROPRIATE BOX IF A	MEMBER O	A GROUP:		(A) [_] (B) [X]
3	SEC USE	ONLY					
4	SOURCE OF						
5	PURSUANT	TO :	DISCLOSURE OF LEG ITEM 2(d) OR 2(e):		DINGS IS REQUIRE	D	[_]
6		HIP (OR PLACE OF	0 h.	io		
NUMBEF SHARE			SOLE VOTING POWER		3,300,568		
BENEFIC: OWNED		8	SHARED VOTING POW	ER:	-0-		
EACH REPORT					3,300,568		
PERSON	WITH	10	SHARED DISPOSITIVE POWER:				
11	AGGREGATI		OUNT BENEFICIALLY (
12	SHARES:	X IF	THE AGGREGATE AMOU	UNT IN ROI	W (11) EXCLUDES	CERTAIN	[_]
13			LASS REPRESENTED BY	Y AMOUNT		%	
14	TYPE OF	REP0	RTING PERSON: 00				
SEE	INSTRUCT	IONS	BEFORE FILLING OU				
							

CUSIP No.				13D	Page 6	
1	NAME OF	REPC	RTING PERSON:			
2	CHECK TH	E AP	PROPRIATE BOX IF			(A) [_] (B) [X]
3	SEC USE	ONLY				
4	SOURCE O	F	N/A			
5	PURSUANT	T0	ITEM 2(d) OR 2(e	e):	EEDINGS IS REQUIRED	[_]
6		HIP	OR PLACE OF		Ohio	
NUMBEI SHARI		7	SOLE VOTING POW	VER:	5,571,601	
BENEFIC: OWNED		8	SHARED VOTING F			
EACI REPOR			SOLE DISPOSITIV		5,571,601	
PERSON	WITH		SHARED DISPOSIT			
11	AGGREGAT	E AM	OUNT BENEFICIALL	Y OWNED B	Y REPORTING PERSON: 5,571,	
12	CHECK BO SHARES:	X IF	THE AGGREGATE A	AMOUNT IN	ROW (11) EXCLUDES CERTAIN	[_]
13	PERCENT	OF C	LASS REPRESENTED	BY AMOUN	T IN ROW (11): 1.6%	
14	TYPE OF	REPO	RTING PERSON:			
SEE	INSTRUCT	IONS	BEFORE FILLING			

CUSIP No.	532716-	10-7		13D		Page 7		
		REPORTIN	G PERSON:	The	Family Trust			
2	CHECK 1	THE APPROP	RIATE BOX IF	A MEMBER			(A) (B)	
	SEC USE	ONLY						
4	SOURCE FUNDS:							
5	ITEM 2((d) OR 2(e	·):		EDINGS IS REQUIRE			[_]
6		NSHIP OR P ZATION:	LACE OF	0	hio			
NUMBER SHARE	S	7 SOLE V	OTING POWER:		8,569,177			
BENEFICI OWNED	ALLY		VOTING POWER		- 0 -			
EACH REPORT		9 SOLE D	ISPOSITIVE PO		8,569,177			
PERSON	WITH 1	LO SHARED	DISPOSITIVE	POWER:	-0-			
11	AGGREGA	ATE AMOUNT			REPORTING PERSON	: 8,569,177		
12	CHECK E SHARES:		: AGGREGATE AN	MOUNT IN R	OW (11) EXCLUDES			[_]
13	PERCENT	OF CLASS	REPRESENTED	BY AMOUNT	IN ROW (11): 2.	4%		
			G PERSON: (

SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSTP No.	532716-10-7		13D	Page 8		
1	NAME OF REP	ORTING PERSON:	The Cond			
	CHECK THE A	PPROPRIATE BOX IF A	MEMBER OF A	A GROUP:	(A) [_] (B) [X]	
	SEC USE ONL	Y				
4	SOURCE OF FUNDS:	N/A				
	ITEM 2(d) 0	F DISCLOSURE OF LEGAR 2(e):	AL PROCEEDIN	NGS IS REQUIRED PURSU	ANT TO [_]	
6		OR PLACE OF N:	Ohio			
NUMBER SHARE	S	OLE VOTING POWER:	1,	040,423		
BENEFICIA OWNED	ALLY 8 SI	HARED VOTING POWER:	- (
EACH REPORT	ING	OLE DISPOSITIVE POWE	ER: 1,	040,423		
PERSON \		HARED DISPOSITIVE PO	OWER: - (
			OWNED BY REF	PORTING PERSON: 1,040		
				(11) EXCLUDES CERTAIN	[_]	
13	PERCENT OF	CLASS REPRESENTED BY		ROW (11): 0.3%		
14	TYPE OF REP	ORTING PERSON: 00				
SEE	INSTRUCTION	S BEFORE FILLING OUT				

CUSIP No.	532716-1	.0 - 7		13D	Page	9
1	NAME OF	REP0	RTING PERSON:			
2	CHECK TH	E AP	PROPRIATE BOX I	F A MEMBE	R OF A GROUP:	(A) [_] (B) [X]
3	SEC USE	ONLY				
4	SOURCE O	 F	N/A			
5	PURSUANT	T0	ITEM 2(d) OR 2(e):	CEEDINGS IS REQUIRED	[_]
6		HIP	OR PLACE OF		New York	
NUMBEI SHARI		7	SOLE VOTING PO			
BENEFIC: OWNED		8	SHARED VOTING		-0-	
EACI REPOR		9	SOLE DISPOSITI		8,000,000	
PERSON	WITH	10	SHARED DISPOSI POWER:	TIVE		
11	AGGREGAT	E AM			BY REPORTING PERSON: 8	3,000,000
12	CHECK BO SHARES:	X IF	THE AGGREGATE	AMOUNT IN	ROW (11) EXCLUDES CERTA	AIN [_]
13	PERCENT	OF C	LASS REPRESENTE	D BY AMOU	NT IN ROW (11): 2.3%	
14	TYPE OF	REP0	RTING PERSON:			
SEE	INSTRUCT	IONS	BEFORE FILLING			

CUSIP No.	532716-10-7 13D Page 10		
1	NAME OF REPORTING PERSON: Trust 400		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(A) [_] (B) [X]	
3	SEC USE ONLY		
4	SOURCE OF N/A FUNDS:		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):		
6	CITIZENSHIP OR PLACE OF Ohio ORGANIZATION:		
NUMBER SHARES	OF 7 SOLE VOTING POWER: 3,834,399		
BENEFICIA OWNED I	ALLY 8 SHARED VOTING POWER: -0-		-
EACH REPORT:	9 SOLE DISPOSITIVE POWER: 3,834,399		
PERSON \			-
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON: 3,834,399		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	[_]	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11): 1.1%		
14	TYPE OF REPORTING PERSON: 00		-

SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No.	532716-1	0 - 7	13D	Page 11	
1		REPORTING PERSON:			
2		E APPROPRIATE BOX I	F A MEMBER OF	A GROUP:	(A) [_] (B) [X]
3	SEC USE	ONLY			
4		F N/A			
5	ITEM 2(d) OR 2(e):		NGS IS REQUIRED PURSUANT	
6		HIP OR PLACE OF TION:	O hio		
NUMBER SHARE	S	SOLE VOTING POWER	: 7	2,649	
BENEFICI OWNED	ALLY 8	SHARED VOTING POWE	ER: -	0 -	
EACH REPORT		SOLE DISPOSITIVE F		2,649	
PERSON	WITH 10	SHARED DISPOSITIVE	E POWER: -		
11		E AMOUNT BENEFICIALI		PORTING PERSON: 72,649	
12	CHECK BO	X IF THE AGGREGATE A	AMOUNT IN ROW	(11) EXCLUDES CERTAIN	[_]
13		OF CLASS REPRESENTE			
		REPORTING PERSON:			

SEE INSTRUCTIONS BEFORE FILLING OUT!

This Amendment No. 36 amends the Schedule 13D dated June 25, 1985, as amended in certain respects by Amendments No. 1 through 35 thereto, and is filed by Leslie H. Wexner, for and on behalf of himself, Abigail S. Wexner, Wexner Personal Holdings Corporation, Trust 600, R.H.R.E.I. Trust, The Family Trust, The Concierge Trust, Whitebarn GRAT, Trust 400, and Issue Trust (collectively, the "Purchasers"), with respect to the common stock, \$0.50 par value per share (the "Common Stock"), of Limited Brands, Inc. (the "Company").

Item 2. Identity and background.

Item 2 is amended as follows:

Whitebarn GRAT is a trust organized under the laws of New York. Trust 400 and Issue Trust are trusts organized under the laws of Ohio. The principal business of each trust is investments, and the principal business address of each trust is 8000 Walton Parkway, New Albany, Ohio 43054. Abigail S. Wexner and Dennis S. Hersch are the trustees of Whitebarn GRAT. Dennis Hersch is the trustee of each of Trust 400 and Issue Trust. During the last five years neither Whitebarn GRAT, Trust 400 or Issue Trust nor Abigail S. Wexner has been (i) convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws. Other information required by Item 2 of Schedule 13D with respect to Abigail S. Wexner has been reported previously.

On March 5, 2008, Dennis S. Hersch succeeded as sole trustee of each of Issue Trust and Trust 400. Mr. Hersch is President of N.A. Property, Inc., through which he acts as a business advisor to Mr. and Mrs. Wexner. The business address of Mr. Hersch is c/o The Wexner Foundation, 551 Madison Avenue, New York, New York 10022, and the business address of N.A. Property, Inc. is 8000 Walton Parkway, New Albany, Ohio 43054. To the knowledge of the Purchasers, during the last five years Mr. Hersch has not been (i) convicted of any criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to federal or state securities laws or finding any violation with respect to such laws. Mr. Hersch is a citizen of the United States of America.

An agreement among the Purchasers with respect to the filing of this statement is attached hereto as Exhibit 1.

Item 5. Interest in Securities of the Issuer.

(a) The responses of the Purchasers to Rows (11) through (13) of the cover pages of this Amendment No. 36 are incorporated herein by reference. As of March 5, 2008, the Purchasers beneficially owned the number shares of the Common Stock listed below, representing approximately the percentage of the outstanding shares of Common Stock set forth opposite such number (the outstanding shares of Common Stock, 353,143,634, being based on the number of shares outstanding as of November 30, 2007 as reported in the Company's

Quarterly Report on Form 10-Q for the quarterly period ended November 3, 2007), as determined in accordance with Rule 13d-3.

Person	Number of Shares	Percent of Class
Leslie H. Wexner	56,572,602(1)(3)(4)(5)(6)(7)(8)(9)(10)	16.0%
Abigail S. Wexner	8,640,306(2)(8)	2.4%
Wexner Personal Holdings	4,892,608(3)	1.4%
Corporation		
Trust 600	3,300,568(4)	0.9%
R.H.R.E.I. Trust	5,571,601(5)	1.6%
The Family Trust	8,569,177(6)	2.4%
The Concierge Trust	1,040,423(7)	0.3%
Whitebarn GRAT	8,000,000(8)	2.3%
Trust 400	3,834,399(9)	1.1%
Issue Trust	72,649(10)	<0.1%

- (1) Includes: 1,393,988 shares held in Limited Brands Savings and Retirement Plan for Mr. Wexner's account (as of February 29, 2008) over which Mr. Wexner exercises dispositive but not voting control; and 1,544,394 shares issuable within approximately 60 days upon exercise of outstanding options held by Mr. Wexner. Also includes 640,306 shares (including 6,439 shares issuable within approximately 60 days upon exercise of outstanding options) beneficially owned by Abigail S. Wexner, Mr. Wexner's wife, as to which Mr. Wexner may be deemed to share the power to vote and direct the disposition.
- (2) Includes 6,439 shares issuable within approximately 60 days upon exercise of outstanding options held by Mrs. Wexner. The power to vote or direct the disposition of the shares beneficially owned by Mrs. Wexner may be deemed to be shared with her husband, Leslie H. Wexner. Excludes 47,932,296 shares beneficially owned by Leslie H. Wexner, Mrs. Wexner's husband, as to which Mrs. Wexner disclaims beneficial ownership.
- (3) Power to vote or direct the disposition of the 4,892,608 shares held by Leslie H. Wexner as the sole stockholder, director and officer of Wexner Personal Holdings Corporation.
- (4) Power to vote or direct the disposition of the 3,300,568 shares held by Trust 600 may be deemed to be shared by Leslie H. Wexner and Gideon I. Kaufman, who is the sole trustee.
- (5) Power to vote or direct the disposition of the 5,571,601 shares held by the R.H.R.E.I. Trust may be deemed to be shared by Leslie H. Wexner and Gideon I. Kaufman, who is the sole trustee.

- (6) Power to vote or direct the disposition of the 8,569,177 shares held by Leslie H. Wexner as the sole trustee of The Family Trust.
- (7) Power to vote or direct the disposition of the 1,040,423 shares held by Leslie H. Wexner as the sole trustee of The Concierge Trust.
- (8) Power to vote or direct the disposition of the 8,000,000 shares held by Whitebarn GRAT may be deemed to be shared by Leslie H. Wexner and its two trustees, Abigail S. Wexner and Dennis S. Hersch.
- (9) Power to vote or direct the disposition of the 3,834,399 shares held by Trust 400 may be deemed to be shared by Leslie H. Wexner and Dennis S. Hersch, who is the sole trustee.
- (10) Power to vote or direct the disposition of the 72,649 shares held by the Issue Trust may be deemed to be shared by Leslie H. Wexner and Dennis S. Hersch, who is the sole trustee.
- (b) The responses of the Purchasers to (i) Rows (7) through (10) of the cover pages of this Amendment No. 36 and (ii) Item 5(a) hereof are incorporated herein by reference.
- (c) In addition to the transactions described in Item 6 of this Amendment No. 36 (which are hereby incorporated herein by reference), during the past 60 days the Purchasers effected the following transaction in the Common Stock:

Person	Date of Transaction	Amount of Securities	Price per Share	Where and How Effected
Leslie H. Wexner	1/29/08	452,760 shares	\$13.1803	Leslie H. Wexner acquired the shares of Common Stock upon his exercise of an employee stock option.
Abigail S. Wexner	1/29/08	2,263 shares	\$11.9821	Abigail S. Wexner acquired the shares of Common Stock upon her exercise of a director stock option.
Abigail S. Wexner	2/4/08	612 shares	\$28.61	Abigail S. Wexner, for service as a director of the Company, received from the Company, fees in shares of Common Stock.

(d), (e): Not Applicable

Furthermore, as of March 5, 2008, Dennis S. Hersch beneficially owned 5,708 shares of the Common Stock, which includes 5,169 shares that could be issuable within approximately 60 days upon conversion of outstanding stock units held by Mr. Hersh following his termination of service as a director of the Company. Mr. Hersch was credited under a Company plan with 1,049 stock units on February 4, 2008, for service as a director of the Company. Mr. Hersch's beneficial ownership represents less than 0.1% of the outstanding shares of Common Stock. Mr. Hersch has sole power to vote and dispose, or direct the vote and disposition, of such shares.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.

Item 6 is amended as follows:

 $\hbox{ Item 2 of this Amendment No. 36 to Schedule 13D is incorporated herein by reference. } \\$

On December 26, 2007, The Concierge Trust transferred 459,577 shares of Common Stock in accordance with the trust to Leslie H. Wexner without consideration in exchange.

On February 12, 2008, Abigail S. Wexner transferred 8,000,000 shares of Common Stock to Whitebarn GRAT without consideration in exchange.

Item 7. Materials to be Filed as Exhibits.

Exhibit 1

Joint Filing Agreement by and among Leslie H. Wexner, Abigail S. Wexner, Wexner Personal Holdings Corporation, Trust 600, R.H.R.E.I. Trust, The Family Trust, The Concierge Trust, Whitebarn GRAT, Trust 400, and Issue Trust, dated March 7, 2008.

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: March 7, 2008

/s/ Leslie H. Wexner
Leslie H. Wexner
/s/ Abigail S. Wexner
Abigail S. Wexner
WEXNER PERSONAL HOLDINGS CORPORATION
By: /s/ Leslie H. Wexner
Name: Leslie H. Wexner Title: President
TRUST 600
By: /s/ Gideon I. Kaufman
Gideon I. Kaufman, Trustee
R.H.R.E.I. Trust
By: /s/ Gideon I. Kaufman
Gideon I. Kaufman, Trustee
THE FAMILY TRUST
By: /s/ Leslie H. Wexner
Leslie H. Wexner, Trustee
THE CONCIERGE TRUST
By: /s/ Leslie H. Wexner
Leslie H. Wexner, Trustee

WHITEBARN GRAT

By: /s/ Dennis S. Hersch

Dennis S. Hersch, Trustee
TRUST 400
By: /s/ Dennis S. Hersch Dennis S. Hersch, Trustee
ISSUE TRUST
By: /s/ Dennis S. Hersch
Dennis S. Hersch, Trustee

EXHIBIT INDEX

Exhibit No.

Exhibit 1

Joint Filing Agreement by and among Leslie H. Wexner, Abigail S. Wexner, Wexner Personal Holdings Corporation, Trust 600, R.H.R.E.I. Trust, The Family Trust, The Concierge Trust, Whitebarn GRAT, Trust 400, and Issue Trust, dated March 7, 2008

JOINT FILING AGREEMENT

This will confirm the agreement by and among all the undersigned that the Schedule 13D filed on or about this date and any amendments thereto with respect to beneficial ownership by the undersigned of shares of the common stock, par value \$0.50 per share, of Limited Brands, Inc. is being filed on behalf of each of the undersigned in accordance with Rule 13d-1(k)(1) under the Securities Exchange Act of 1934. This agreement may be executed in two or more counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument.

Dated: March 7, 2008

/s/ Leslie H. Wexner
Leslie H. Wexner
/s/ Abigail S. Wexner
Abigail S. Wexner
WEXNER PERSONAL HOLDINGS CORPORATION
By: /s/ Leslie H. Wexner
Name: Leslie H. Wexner Title: President
TRUST 600
By: /s/ Gideon I. Kaufman
Gideon I. Kaufman, Trustee
R.H.R.E.I. Trust
By: /s/ Gideon I. Kaufman
Gideon I. Kaufman, Trustee

THE FAMILY TRUST

By: /s/ Leslie H. Wexner
Leslie H. Wexner, Trustee
THE CONCIERGE TRUST
By: /s/ Leslie H. Wexner
Leslie H. Wexner, Trustee
WHITEBARN GRAT
By: /s/ Dennis S. Hersch
Dennis S. Hersch, Trustee
TRUST 400
By: /s/ Dennis S. Hersch
Dennis S. Hersch, Trustee
ISSUE TRUST
By: /s/ Dennis S. Hersch
Dennis S. Hersch, Trustee