REX STORES CORP Form SC 13G/A February 04, 2005

# SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G/A

Under the Securities Exchange Act of 1934 (Amendment No. 13)\*

REX Stores Corporation

(Name of Issuer)

Common Stock

(Title of Class of Securities)

761624105

(CUSIP Number)

December 31, 2004

(Date of Event Which Requires Filing of This Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- [ ] Rule 13d-1(b)
- [ ] Rule 13d-1(c)
- [X] Rule 13d-1(d)

\*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).

CUSIP No. 761624105

1. NAME OF REPORTING PERSON(S)

Stuart A. Rose

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	2.	CHECK	THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [ ] (b) [ ]
	3.	SEC U	SE ONLY
	4.	CITIZ	ENSHIP OR PLACE OF ORGANIZATION
			Unites States of America
SHARES			5. SOLE VOTING POWER 3,163,405
(	3.  4.  NUMBER OF SHARES BENEFICIAL OWNED BY EACH REPORTING PERSON WITH  9.  10.  11.	Y	6. SHARED VOTING POWER 0
PERSON WITH		7. SOLE DISPOSITIVE POWER 3,163,405	
			8. SHARED DISPOSITIVE POWER 0
	9.	AGGRE	GATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
			3,163,405
	10.	CHECK SHARE	BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAINS*
	11.	PERCE	NT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
	12.	TYPE (	OF REPORTING PERSON*
			IN
Item	1.	(a)	Name of Issuer: REX Stores Corporation
		(b)	Address of Issuer's Principal Executive Offices: 2875 Needmore Road Dayton, Ohio 45414
Item	2.	(a)	Name of Person Filing: Stuart A. Rose
		(b)	Address of Principal Business Office, or if None, Residence:

2875 Needmore Road Dayton, Ohio 45414

(c) Citizenship:
United States of America

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(d) Title of Class of Securities: Common Stock

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(e) CUSIP Number: 761624105

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- Item 3. Inapplicable
- Item 4. Ownership.

The following information concerning ownership of Common Stock is given as of January 25, 2005:

- (a) Amount Beneficially Owned
  - 3,163,405 Shares of Common Stock, 1,986,850 of which represent the right to acquire stock within 60 days.
- (b) Percent of Class

24.02%

- (c) Number of Shares as to which the Person has:
  - (i) Sole power to vote or direct the vote 3,163,405
  - (ii) Shared power to vote or direct the vote  $\ensuremath{\text{0}}$
  - (iii) Sole power to dispose or to direct the disposition of 3,163,405
  - (iv) Shared power to dispose or to direct the disposition of  $\ensuremath{\text{0}}$
- Item 5. Ownership of Five Percent or Less of a Class.

Inapplicable

Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Inapplicable

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.

Inapplicable

Item 8. Identification and Classification of Members of the Group.

Inapplicable

Item 9. Notice of Dissolution of Group.

Inapplicable

Item 10. Certification.

Inapplicable

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,  $\frac{1}{2}$ 

complete and correct.

Date: February 2, 2005

Signature: /s/ STUART A. ROSE

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Name/Title Stuart A. Rose

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\* Attention. Intentional misstatements or omissions of fact constitute federal criminal violations (see 18 U.S.C. 1001).