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COSTCO WHOLESALE CORP /NEW

Form 10-Q/A

October 08, 2004

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 10-Q/A

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended February 15, 2004

OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission file number 0-20355

Costco Wholesale Corporation
(Exact name of registrant as specified in its charter)

Washington
(State or other jurisdiction of
incorporation or organization)

91-1223280
(I.R.S. Employer
Identification No.)

999 Lake Drive, Issaquah, WA 98027
(Address of principal executive office) (Zip Code)

(Registrant's telephone number, including area code): (425) 313-8100

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. YES NO

Indicate by check mark whether the registrant is an accelerated filer (as defined in Exchange Act Rule 12b-2). YES NO

The number of shares outstanding of the registrant's common stock as of June 11, 2004 was 461,170,472.

Note: This Form 10-Q/A is filed to correct a typographical error in the Certification pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 of Richard A. Galanti.

PART II--OTHER INFORMATION

ITEM 6. Exhibits and Reports on Form 8-K

(a) The following exhibits are included herein
(32.2) Certification Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002

SIGNATURES

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

COSTCO WHOLESALE CORPORATION
(Registrant)

/s/ RICHARD A. GALANTI

Date: October 8, 2004

Richard A. Galanti
Executive Vice President, Chief Financial Officer

Exhibit 32.2

CERTIFICATION PURSUANT TO
18 U.S.C. SECTION 1350,
AS ADOPTED PURSUANT TO
SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002

In connection with the fiscal year 2004 Quarterly Report of Costco Wholesale Corporation (the "Company") on Form 10-Q for the quarter ending February 15, 2004 as filed with the Securities and Exchange Commission on the date hereof (the "Report"), I, Richard A. Galanti, Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. ss. 1350, as adopted pursuant to ss. 906 of the Sarbanes-Oxley Act of 2002, that:

(1) The Report fully complies with the requirements of section 13(a) or 15(d) of the Securities Exchange Act of 1934; and

(2) The information contained in the Report fairly presents, in all material respects, the financial condition and result of operations of the Company.

/s/ Richard A. Galanti

Date: As of March 25, 2004

Richard A. Galanti
Executive Vice President, Chief Financial Officer

A signed original of this written statement required by Section 906 has been provided to and will be retained by Costco Wholesale Corporation and furnished to the Securities and Exchange Commission or its staff upon request.