

SCHEDULE 13D

Under the Securities Exchange Act of 1934

(Amendment No. 17)

FOOT LOCKER, INC.
(formerly named Venator Group, Inc.)
(Name of Issuer)

Common Stock, \$.01 par value per share
(Title of class of securities) 344849 10 4
(CUSIP number)

Gary K. Duberstein, Esq.
Greenway Partners, L.P.
909 Third Avenue, 30th Floor
New York, New York 10022
(212) 350-5100

(Name, address and telephone number of person authorized
to receive notices and communications)

July 24, 2002
(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 that is the subject of this Schedule 13D, and is filing this
schedule because of ss.ss. 240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the
following box .

Note: Schedules filed in paper format shall include a signed original and five
copies of the schedule, including all exhibits. Seess. 240.13d-7 for other
parties to whom copies are to be sent.

(Continued on following pages)

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CUSIP No. 344849 10 4

13D

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1 NAME OF REPORTING PERSON GREENWAY PARTNERS, L.P.
S.S. OR I.R.S. IDENTIFICATION NO. 13-3714238
OF ABOVE PERSON

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUNDS: WC, 00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):

6 CITIZENSHIP OR PLACE OF ORGANIZATION: Delaware

7 NUMBER OF SHARES SOLE VOTING POWER: 497,300

8 BENEFICIALLY OWNED BY SHARED VOTING POWER: 0

9 EACH REPORTING SOLE DISPOSITIVE POWER: 497,300

10 PERSON WITH SHARED DISPOSITIVE POWER: 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING
PERSON: 497,300

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES:

13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	0.4%
14	TYPE OF REPORTING PERSON:	PN

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	GREENTREE PARTNERS, L.P. 13-3752875
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	WC, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Delaware
	NUMBER OF SHARES	7 SOLE VOTING POWER: 391,500
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: 0
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 391,500
	PERSON WITH	10 SHARED DISPOSITIVE POWER: 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	391,500
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	0.3%
14	TYPE OF REPORTING PERSON:	PN

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	GREENHOUSE PARTNERS, L.P. 13-3793447
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	WC, AF, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Delaware
	NUMBER OF SHARES	7 SOLE VOTING POWER: 0
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: 497,300
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 0
	PERSON WITH	10 SHARED DISPOSITIVE POWER: 497,300
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	497,300
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	0.4%
14	TYPE OF REPORTING PERSON:	PN

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	GREENHUT L.L.C. 13-3793450
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	WC, AF, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Delaware
	NUMBER OF SHARES	7
	SOLE VOTING POWER:	0
	BENEFICIALLY OWNED BY	8
	SHARED VOTING POWER:	391,500
	EACH REPORTING	9
	SOLE DISPOSITIVE POWER:	0
	PERSON WITH	10
	SHARED DISPOSITIVE POWER:	391,500
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	391,500
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	0.3%
14	TYPE OF REPORTING PERSON:	00

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	GREENBELT CORP. 13-3791931
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Delaware
	NUMBER OF SHARES	7 SOLE VOTING POWER: 6,360,748
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: 0
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 6,360,748
	PERSON WITH	10 SHARED DISPOSITIVE POWER: 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	6,360,748
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	4.5%
14	TYPE OF REPORTING PERSON:	CO

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	GREENSEA OFFSHORE, L.P.
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	WC, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Cayman Islands
	NUMBER OF SHARES	7 SOLE VOTING POWER: 515,000
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: 0
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 515,000
	PERSON WITH	10 SHARED DISPOSITIVE POWER: 0
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	515,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	0.4%
14	TYPE OF REPORTING PERSON:	PN

1	NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	GREENHUT OVERSEAS, L.L.C. 13-3868906
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	WC, AF, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e): <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	Delaware
	NUMBER OF SHARES	7 SOLE VOTING POWER: 0
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: 515,000
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 0
	PERSON WITH	10 SHARED DISPOSITIVE POWER: 515,000
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	515,000
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	0.4%
14	TYPE OF REPORTING PERSON:	00

1	NAME OF REPORTING PERSON	ALFRED D. KINGSLEY
	S.S. OR I.R.S. IDENTIFICATION NO.	
	OF ABOVE PERSON	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> [x] (b) <input type="checkbox"/> [-]
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	PF, AF, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e):	<input type="checkbox"/> [-]
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	United States
	NUMBER OF SHARES	7
	SOLE VOTING POWER:	791,400
	BENEFICIALLY OWNED BY	8
	SHARED VOTING POWER:	7,764,548
	EACH REPORTING	9
	SOLE DISPOSITIVE POWER:	791,400
	PERSON WITH	10
	SHARED DISPOSITIVE POWER:	7,764,548
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	8,555,948
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/> [-]
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	6.1%
14	TYPE OF REPORTING PERSON:	IN

1	NAME OF REPORTING PERSON	GARY K. DUBERSTEIN
	S.S. OR I.R.S. IDENTIFICATION NO.	
	OF ABOVE PERSON	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:	(a) <input checked="" type="checkbox"/> (b) <input type="checkbox"/>
3	SEC USE ONLY	
4	SOURCE OF FUNDS:	PF, AF, 00
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) OR 2(e)	<input type="checkbox"/>
6	CITIZENSHIP OR PLACE OF ORGANIZATION:	United States
	NUMBER OF SHARES	7 SOLE VOTING POWER: 40,000
	BENEFICIALLY OWNED BY	8 SHARED VOTING POWER: 7,764,548
	EACH REPORTING	9 SOLE DISPOSITIVE POWER: 40,000
	PERSON WITH	10 SHARED DISPOSITIVE POWER: 7,764,548
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY REPORTING PERSON:	7,804,548
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES:	<input type="checkbox"/>
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11):	5.6%
14	TYPE OF REPORTING PERSON:	IN

This Amendment No. 17 ("Amendment No. 17") amends the Statement on Schedule 13D (the "Schedule 13D") filed on May 18, 1998, as amended by Amendment No. 1 filed on June 5, 1998, Amendment No. 2 filed on July 7, 1998, Amendment No. 3 filed on August 23, 1998, Amendment No. 4 filed on October 2, 1998, Amendment No. 5 filed on December 1, 1998, Amendment No. 6 filed on January 6, 1999, Amendment No. 7 filed on January 29, 1999, Amendment No. 8 filed on March 12, 1999, Amendment No. 9 filed on March 25, 1999, Amendment No. 10 filed on March 13, 2000, Amendment No. 11 filed on January 19, 2001, Amendment No. 12 filed on July 10, 2001, Amendment No. 13 filed on November 13, 2001, Amendment No. 14 filed on January 15, 2002, Amendment No. 15 filed on February 12, 2002, and Amendment No. 16 filed on July 23, 2002, and is filed by and on behalf of Greenway Partners, L.P. ("Greenway"), Greentree Partners, L.P. ("Greentree"), Greenhouse Partners, L.P. ("Greenhouse"), Greenhut, L.L.C. ("Greenhut"), Greenbelt Corp. ("Greenbelt"), Greensea Offshore, L.P. ("Greensea"), Greenhut Overseas, L.L.C. ("Greenhut Overseas"), Alfred D. Kingsley ("Kingsley") and Gary K. Duberstein ("Duberstein"; the foregoing persons being referred to collectively as the "Reporting Persons"). Capitalized terms used herein and not defined herein have the meanings ascribed thereto in the Schedule 13D.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

(a) As of the date of this Amendment No. 17, the Reporting Persons beneficially owned in the aggregate 8,595,948 Shares constituting 6.1% of the outstanding Shares (the percentage of Shares owned being based upon 140,403,482 Shares outstanding on June 1, 2002, as set forth in the Company's Quarterly Report on Form 10-Q for the quarter ended May 4, 2002). The Reporting Persons may be deemed to have direct beneficial ownership of Shares as follows:

Name	Number of Shares	Approximate Percentage of Outstanding Shares
-----	-----	-----
Greenway	497,300	0.4%
Greentree	391,500	0.3%
Greenbelt	6,360,748	4.5%
Greensea	515,000	0.4%
Kingsley	791,400	0.6%
Duberstein	40,000	0.0%

Greenhouse, as the general partner of Greenway, may be deemed to own beneficially (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934) Shares of which Greenway may be deemed to possess direct beneficial ownership. Each of Kingsley and Duberstein, as general partners of Greenhouse, may be deemed to beneficially own Shares which Greenhouse may be deemed to beneficially own. Each of Kingsley and Duberstein disclaims beneficial ownership of such Shares for all other purposes.

Greenhut, as the general partner of Greentree, may be deemed to own beneficially (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934) Shares of which Greentree may be deemed to possess direct beneficial ownership. Each of Kingsley and Duberstein, as members of Greenhut, may be deemed to beneficially own Shares which Greenhut may be deemed to beneficially own. Each of Kingsley and Duberstein disclaims beneficial ownership of such Shares for all other purposes.

Greenhut Overseas, as the investment general partner of Greensea, may be deemed to own beneficially (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934) Shares of which Greensea may be

deemed to possess direct beneficial ownership. Each of Kingsley and Duberstein, as members of Greenhut Overseas, may be deemed to beneficially own Shares which Greenhut Overseas may be deemed to beneficially own. Each of Kingsley and Duberstein disclaims beneficial ownership of such Shares for all other purposes.

Greenbelt has direct beneficial ownership of the Shares in the accounts that it manages. Each of Kingsley and Duberstein, as executive officers and directors of Greenbelt, may be deemed to beneficially own Shares that Greenbelt beneficially owns. Each of Kingsley and Duberstein hereby disclaims beneficial ownership of such Shares for all other purposes.

(b) Greenway has the sole power to vote or direct the vote of 497,300 Shares and the sole power to dispose or to direct the disposition of such Shares. Greenhouse and Kingsley and Duberstein may be deemed to share with Greenway the power to vote or to direct the vote and to dispose or to direct the disposition of such Shares.

Greentree has the sole power to vote or direct the vote of 391,500 Shares and the sole power to dispose or direct the disposition of such Shares. Greenhut, Kingsley and Duberstein may be deemed to share with Greentree the power to vote or to direct the vote and to dispose or to direct the disposition of such Shares.

Greensea has the sole power to vote or direct the vote of 515,000 Shares and the sole power to dispose or direct the disposition of such Shares. Greenhut Overseas, Kingsley and Duberstein may be deemed to share with Greensea the power to vote or to direct the vote and to dispose or to direct the disposition of such Shares.

Greenbelt has the sole power to vote or direct the vote of 6,360,748 Shares and the sole power to dispose or direct the disposition of such Shares. Kingsley and Duberstein may be deemed to share with Greenbelt the power to vote or to direct the vote and to dispose or to direct the disposition of such Shares.

Kingsley has the sole power to vote or direct the vote of 791,400 Shares and the sole power to dispose or direct the disposition of such Shares.

Duberstein has the sole power to vote or direct the vote of 40,000 Shares and the sole power to dispose or direct the disposition of such Shares.

(c) Information concerning transactions in the Shares by the Reporting Persons since the most recent filing on Schedule 13D is set forth in Exhibit 27, attached hereto, which is incorporated herein by reference.

(d) No other person is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Shares, except the dividends from, or proceeds from the sale of Shares in each respective account managed by Greenbelt will be delivered into each such respective account, as the case may be. No such individual account has an interest in more than five percent of the class of outstanding Shares.

(e) Not applicable.

ITEM 7. MATERIAL TO BE FILED AS EXHIBITS

The following Exhibits are filed herewith:

27. Information concerning transactions in the Shares effected by the Reporting Persons since the most recent filing on Schedule 13D.

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SIGNATURES

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information contained in this Statement is true, complete and correct.

Dated: July 24, 2002

GREENHOUSE PARTNERS, L.P.

By: /s/ Gary K. Duberstein

Gary K. Duberstein
General Partner

GREENHUT, L.L.C.

By: /s/ Gary K. Duberstein

Gary K. Duberstein
Member

GREENHUT OVERSEAS, L.L.C.

By: /s/ Gary K. Duberstein

Gary K. Duberstein
Member

GREENWAY PARTNERS, L.P.

By: Greenhouse Partners, L.P.
General Partner

By: /s/ Gary K. Duberstein

Gary K. Duberstein
General Partner

GREENTREE PARTNERS, L.P.

By: Greenhut, L.L.C.
General Partner

By: /s/ Gary K. Duberstein

Gary K. Duberstein
Member

GREENSEA OFFSHORE, L.P.

By: Greenhut Overseas, L.L.C.
Investment General Partner

By: /s/ Gary K. Duberstein

Gary K. Duberstein
Member

GREENBELT CORP.

By: /s/ Alfred D. Kingsley

Alfred D. Kingsley
President

/s/ Alfred D. Kingsley

Alfred D. Kingsley

/s/ Gary K. Duberstein

Gary K. Duberstein

EXHIBIT INDEX

EXHIBIT NO. -----	DESCRIPTION -----
27.	Information concerning transactions in the Shares effected by the Reporting Persons since the most recent filing on Schedule 13D.

TRANSACTIONS IN SHARES OF THE ISSUER

The Reporting Persons engaged in the following transactions in Shares of the Company since the most recent filing on Schedule 13D. All such transactions involved sales of Shares and were effected on The New York Stock Exchange, except as otherwise noted.

Reporting Person With Direct Beneficial Ownership	Date of Transaction	Number of Shares	Price per Share (Excluding Commissions)
Greenbelt	7/23/02	(60,000)	\$10.475
Greensea	7/23/02	(100,000)	\$10.4662
Greensea	7/23/02	(60,000)	\$10.475
Greentree	7/23/02	(200,000)	\$10.7672
Greenway	7/23/02	(80,000)	\$10.475
Duberstein	7/24/02	(35,000)	\$10.6922
Duberstein	7/24/02	(25,000)	\$10.575
Greenbelt	7/24/02	(200,000)	\$10.6922
Greenbelt	7/24/02	(100,000)	\$10.575
Greenbelt	7/24/02	(125,000)	\$10.361
Greenbelt	7/24/02	(535,000)	N/A*
Greensea	7/24/02	(100,000)	\$10.6922
Greensea	7/24/02	(50,000)	\$10.575
Greentree	7/24/02	(89,100)	\$10.6922
Greentree	7/24/02	(60,000)	\$10.575
Greentree	7/24/02	(75,000)	\$10.6507
Greenway	7/24/02	(180,000)	\$10.6922
Greenway	7/24/02	(120,000)	\$10.575
Greenway	7/24/02	(25,000)	\$10.962
Kingsley	7/24/02	(47,400)	\$10.6922
Kingsley	7/24/02	(45,000)	\$10.575
Kingsley	7/24/02	(148,500)	\$10.6922

* Greenbelt relinquished voting and investment power over Shares.