

SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, D.C. 20549

SCHEDULE 13G

Information Statement pursuant to Rule 13d-1 and 13d-2

(AMENDMENT NO. 2)*

KOHL'S CORP

(NAME OF ISSUER)

COMMON STOCK

(TITLE OF CLASS OF SECURITIES)

500255104

(CUSIP NUMBER)

Check the following box if a fee is being paid with this statement :
 (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

* 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).

(CONTINUED ON FOLLOWING PAGE(S))

CUSIP NO. 500255104		13G	Page 2 of 13 Pages	
1 NAME OF REPORTING PERSON				
AXA Assurances I.A.R.D. Mutuelle				
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) []				
(B) [X]				
3 SEC USE ONLY				
4 CITIZENSHIP OR PLACE OF ORGANIZATION				
France				
NUMBER OF		5 SOLE VOTING POWER		
SHARES		10,202,172		
BENEFICIALLY				
OWNED		6 SHARED VOTING POWER		
AS OF		1,442,800		
June 30, 1998				
BY EACH		7 SOLE DISPOSITIVE POWER		

REPORTING PERSON WITH	16,185,096	8	SHARED DISPOSITIVE POWER
			700
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
	16,185,796		
(Not to be construed as an admission of beneficial ownership)			
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN			
SHARES *			
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9			
	10.2%		
12 TYPE OF REPORTING PERSON *			
	IC		

* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 500255104	13G	Page 3 of 13 Pages
1 NAME OF REPORTING PERSON		
AXA Assurances Vie Mutuelle		
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON		
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) []		
(B) [X]		
3 SEC USE ONLY		
4 CITIZENSHIP OR PLACE OF ORGANIZATION		
France		
NUMBER OF SHARES BENEFICIALLY OWNED AS OF June 30, 1998	5 SOLE VOTING POWER	
		10,202,172
BY EACH REPORTING PERSON WITH	6 SHARED VOTING POWER	
		1,442,800
	7 SOLE DISPOSITIVE POWER	
		16,185,096
	8 SHARED DISPOSITIVE POWER	
		700
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
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SHARES *		
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9		
	10.2%	
12 TYPE OF REPORTING PERSON *		
	IC	

* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 500255104		13G	Page 4 of 13 Pages	
1 NAME OF REPORTING PERSON Alpha Assurances Vie Mutuelle S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) [] (B) [X]				
3 SEC USE ONLY 				
4 CITIZENSHIP OR PLACE OF ORGANIZATION France				
NUMBER OF SHARES BENEFICIALLY OWNED AS OF June 30, 1998 BY EACH REPORTING PERSON WITH		5 SOLE VOTING POWER 10,202,172		
		6 SHARED VOTING POWER 1,442,800		
		7 SOLE DISPOSITIVE POWER 16,185,096		
		8 SHARED DISPOSITIVE POWER 700		
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,185,796 (Not to be construed as an admission of beneficial ownership)				
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES * ----- -----				
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.2%				
12 TYPE OF REPORTING PERSON * IC				

* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 500255104		13G	Page 5 of 13 Pages	
1 NAME OF REPORTING PERSON AXA Courtage Assurance Mutuelle S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 				
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) [] (B) [X]				
3 SEC USE ONLY 				
4 CITIZENSHIP OR PLACE OF ORGANIZATION 				

France	
NUMBER OF SHARES BENEFICIALLY OWNED AS OF June 30, 1998 BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER 10,202,172 ----- 6 SHARED VOTING POWER 1,442,800 ----- 7 SOLE DISPOSITIVE POWER 16,185,096 ----- 8 SHARED DISPOSITIVE POWER 700
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,185,796 (Not to be construed as an admission of beneficial ownership)	
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES * ----- -----	
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 10.2%	
12 TYPE OF REPORTING PERSON * IC	

* SEE INSTRUCTIONS BEFORE FILLING OUT!

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CUSIP NO. 500255104	13G	Page 6 of 13 Pages
-----		-----
1 NAME OF REPORTING PERSON AXA-UAP S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON 		
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP * (A) [] (B) []		
3 SEC USE ONLY 		
4 CITIZENSHIP OR PLACE OF ORGANIZATION France		
NUMBER OF SHARES BENEFICIALLY OWNED AS OF June 30, 1998 BY EACH REPORTING PERSON WITH	5 SOLE VOTING POWER 10,202,172 ----- 6 SHARED VOTING POWER 1,442,800 ----- 7 SOLE DISPOSITIVE POWER 16,185,096 ----- 8 SHARED DISPOSITIVE POWER 700	
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,185,796 (Not to be construed as an admission of beneficial ownership)		
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES * ----- -----		

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
		10.2%
12	TYPE OF REPORTING PERSON *	
		HC

* SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 500255104	13G	Page 7 of 13 Pages
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1	NAME OF REPORTING PERSON	
	THE EQUITABLE COMPANIES INCORPORATED	
	S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	13-3623351	

2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP *	(A) []
		(B) []

3	SEC USE ONLY	
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4	CITIZENSHIP OR PLACE OF ORGANIZATION	
	State of Delaware	

	NUMBER OF	5	SOLE VOTING POWER
	SHARES		10,202,172
	BENEFICIALLY		
	OWNED	6	SHARED VOTING POWER
	AS OF		1,442,800
	June 30, 1998		
	BY EACH	7	SOLE DISPOSITIVE POWER
	REPORTING		16,185,096
	PERSON		
	WITH	8	SHARED DISPOSITIVE POWER
			700

9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
		16,185,796

10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN	
	SHARES *	

11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9	
		10.2%
12	TYPE OF REPORTING PERSON *	
		HC

* SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1(a) Name of Issuer: Page 8 of 13 Pages

 KOHLS CORP

Item 1(b) Address of Issuer's Principal Executive Offices:

 N56 W17000 Ridgewood Dr.
 Menomonee Falls, WI 53051

Item 2(a) Name of Person Filing:

Alpha Assurances Vie Mutuelle,
AXA Assurances I.A.R.D Mutuelle,
AXA Assurances Vie Mutuelle,
and AXA Courtage Assurance Mutuelle,
as a group (collectively, the 'Mutuelles AXA').

AXA-UAP

The Equitable Companies Incorporated
(the 'Equitable Companies')

(Please contact Patrick Meehan at (212) 641-8234
with any questions.)

Item 2(b) Address of Principal Business Office:

Alpha Assurances Vie Mutuelle
100-101 Terrasse Boieldieu
92042 Paris La Defense France

AXA Assurances I.A.R.D Mutuelle and
AXA Assurances Vie Mutuelle
21, rue de Chateaudun
75009 Paris France

AXA Courtage Assurance Mutuelle
26, rue Louis le Grand
75002 Paris France

AXA-UAP
23, avenue Matignon
75008 Paris France

The Equitable Companies Incorporated
1290 Avenue of the Americas
New York, New York 10104

Page 9 of 13 Pages

Item 2(c) Citizenship:

Mutuelles AXA and AXA-UAP France
Equitable Companies - Delaware

Item 2(d) Title of Class of Securities:

Common Stock

Item 2(e) CUSIP Number:

500255104

Item 3. Type of Reporting Person:

Equitable Companies as a parent holding company,
in accordance with 240.13d-1 (b) (ii) (G).

The Mutuelles AXA, as a group, acting as a parent
holding company.

AXA-UAP as a parent holding company.

Page 10 of 13 Pages

Item 4. Ownership as of June 30, 1998:

(a) Amount Beneficially Owned:

16,185,796 shares of common stock beneficially owned including:

	No. of Shares	

The Mutuelles AXA, as a group		0
AXA-UAP		0
AXA-UAP Entity or Entities:		

acquired solely for investment purposes:		0

(Each of the Mutuelles AXA, as a group, and AXA-UAP expressly declares that the filing of this Schedule 13G shall not be construed as an admission that it is, for purposes of Section 13(d) of the Exchange Act, the beneficial owner of any securities covered by this Schedule 13G).

The Equitable Companies Incorporated		0
Subsidiaries:		

The Equitable Life Assurance Society of the United States acquired solely for investment purposes:		
Common Stock	9,800	9,800

Alliance Capital Management L. P., acquired solely for investment purposes on behalf of client discretionary investment advisory accounts:		
Common Stock	16,169,996	16,169,996

Donaldson, Lufkin & Jenrette Securities Corporation held for investment purposes:		
Common Stock	700	700

Wood, Struthers & Winthrop Management Corp. acquired solely for investment purposes on behalf of client discretionary investment advisory accounts:		
Common Stock	5,300	5,300

Total		16,185,796
		=====

(Each of the above subsidiaries of The Equitable operates under independent management and makes independent decisions).

(B) Percent of Class:	10.2%
-----	=====

ITEM 4. Ownership as of June 30, 1998 (CONT.) Page 11 of 13 Pages

(c) Deemed Voting Power and Disposition Power:

	(i)	(ii)	(iii)	(iv)
	Deemed to have Sole Power to Vote or to Direct the Vote	Deemed to have Shared Power to Vote or to Direct the Vote	Deemed to have Sole Power to Dispose or to Direct the Disposition	Deemed to have Shared Power to Dispose or to Direct the Disposition
	-----	-----	-----	-----
The Mutuelles AXA, as a group	0	0	0	0
AXA-UAP	0	0	0	0
AXA-UAP Entity or Entities:				

NONE	0	0	0	0

The Equitable Companies Incorporated	0	0	0	0
Subsidiaries:				

The Equitable Life Assurance Society of the United States	9,800	0	9,800	0
Alliance Capital Management L. P.	10,191,572	1,442,800	16,169,996	0
Donaldson, Lufkin & Jenrette Securities Corporation	0	0	0	700
Wood, Struthers & Winthrop Management Corporation	800	0	5,300	0
	-----	-----	-----	-----
TOTAL	10,202,172	1,442,800	16,185,096	700
	=====	=====	=====	=====

(Each of the above subsidiaries of the Equitable Companies operates under independent management and makes independent voting and investment decisions

Item 5.

Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

()

Item 6.

Ownership of More than Five Percent on behalf of Another Person. N/A

Item 7.

Identification and Classification of the Subsidiary which Acquired the Security Being Reporting on by the Parent Holding Company:

This Schedule 13G is being filed by Equitable Companies; AXA-UAP, which beneficially owns a majority interest in Equitable Companies; and the Mutuelles AXA, as a group which beneficially own a majority interest in AXA-UAP:

- () in the Mutuelles AXAs' capacity, as a group, acting as a parent holding company with respect to the holdings of the following AXA-UAP entity or entities;
- () in AXA-UAP's capacity as a parent holding company with respect to the holdings of the following AXA-UAP entity or entities:
NONE
- (X) in EQUITABLE COMPANIES capacity as a parent holding company with respect to the holdings of its following subsidiaries:
- (X) THE EQUITABLE LIFE ASSURANCE SOCIETY OF THE UNITED STATES (13-5570651), an insurance company, a broker-dealer registered under Section 15 of the Securities and Exchange Act of 1934 and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.
- (X) ALLIANCE CAPITAL MANAGEMENT L. P. (13-3434400), an investment adviser registered under Section 203 of the

Investment Advisers Act of 1940.

- (X) DONALDSON, LUFKIN & JENRETTE SECURITIES CORPORATION (13-2741729), a broker-dealer registered under Section 15 of the Securities Exchange Act of 1934 and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.
- (X) WOOD, STRUTHERS & WINTHROP MANAGEMENT CORP. (13-2774791), an investment adviser registered under Section 203 of the Investment Advisers Act of 1940.

Page 13 of 13 Pages

Item 8. Identification and Classification of Members of the Group. N/A

Item 9. Notice of Dissolution of Group: N/A

Item 10. Certification:

By signing below I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

Date: July 10, 1998

THE EQUITABLE COMPANIES INCORPORATED*

/s/ Alvin H. Fenichel

Alvin H. Fenichel
Senior Vice President
and Controller

*Pursuant to the Joint Filing Agreement with respect to Schedule 13G attached hereto as Exhibit I, among The Equitable Companies Incorporated, Alpha Assurances Vie Mutuelle, AXA Assurances I.A.R.D Mutuelle, AXA Assurances Vie Mutuelle, AXA Courtage Assurance Mutuelle, and AXA-UAP, this statement Schedule 13G is filed on behalf of each of them.

JOINT FILING AGREEMENT

Each of the undersigned hereby agrees that the Schedule 13G filed herewith is filed jointly, pursuant to Rule 13d-1(f)(1) of the Securities Exchange Act of 1934, as amended on behalf of each of them.

Dated: July 10, 1998

The Equitable Companies Incorporated

BY: /s/ Alvin H. Fenichel

Alvin H. Fenichel
Senior Vice President
and Controller

AXA Assurances I.A.R.D. Mutuelle; AXA Assurances Vie Mutuelle;
Alpha Assurances Vie Mutuelle; AXA Courtage Assurance Mutuelle,
as a group, and AXA-UAP

Signed on behalf of each of the above entities

BY: /s/ Alvin H. Fenichel

Alvin H. Fenichel
Attorney-in-Fact
(Executed pursuant to Powers of Attorney)