

CHILDRENS PLACE RETAIL STORES INC  
Form 8-K  
August 03, 2006

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

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**FORM 8-K**

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

Date of Report (date of earliest event reported) August 3, 2006

**THE CHILDREN'S PLACE RETAIL STORES, INC.**

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(Exact name of registrant as specified in its charter)

DELAWARE (State or other jurisdiction of incorporation)	0-23071 (Commission File Number)	31-1241495 (IRS Employer ID Number)
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915 Secaucus Road, Secaucus, New Jersey (Address of principal executive offices)	07094 (Zip Code)
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Registrant's Telephone Number, including area code: (201) 558-2400

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition**

On August 3, 2006, The Children's Place Retail Stores, Inc. (the "Company") issued a press release announcing certain financial information for the month and fiscal quarter ended July 29, 2006, as well as the Company's updated outlook for fiscal 2006. A copy of the Company's press release is included as Exhibit 99.1 hereto.

**Item 9.01 Financial Statements and Exhibits**

(a) Financial Statements of Business Acquired: Not applicable

(b) Pro Forma Financial Information: Not applicable

(c) Exhibits:

99.1 Press Release dated August 3, 2006.

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SIGNATURES

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

**THE CHILDREN'S PLACE RETAIL STORES, INC.**

Date: August 3, 2006

By: /s/ Susan Riley

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Name: Susan Riley

Title: Senior Vice President, Chief Financial Officer

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