

CHILDRENS PLACE RETAIL STORES INC

Form SC 13D

July 30, 2007

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**OMB APPROVAL**

OMB

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

**SCHEDULE 13D  
Under the Securities Exchange Act of 1934**

**The Children's Place Retail Stores, Inc.**

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(Name of Issuer)

**Common Stock, \$0.10 par value**

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(Title of Class Securities)

**168905107**

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(CUSIP Number)

**D.E. Shaw Laminar Portfolios, L.L.C.  
Attn: Compliance Department  
120 West Forty-Fifth Street  
Floor 39, Tower 45  
New York, NY 10036  
212-478-0000**

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(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communication)

**Copies to:**

**Christopher Boies, Esq.  
Boies, Schiller & Flexner LLP**

**575 Lexington Avenue  
New York, NY 10022  
212-446-2300**

**July 23, 2007**

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**(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. x

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

\*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 disclosures provided in a prior cover page.

The information required on 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, as amended (the "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).

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**CUSIP No. 168905107**

<b>1</b>	Name of Reporting Person. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON D.E. Shaw Laminar Portfolios, L.L.C. FEIN 01-0577802	
<b>2</b>	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) <input type="radio"/> (b) <input type="radio"/>
<b>3</b>	SEC Use Only	
<b>4</b>	Source of Funds (See Instructions)	
<b>5</b>	WC Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	<input type="radio"/>
<b>6</b>	Citizenship or Place of Organization	
<b>7</b>	Delaware Sole Voting Power	
<b>8</b>	-0- Shared Voting Power	
<b>9</b>	2,730,714 Sole Dispositive Power	
<b>10</b>	-0- Shared Dispositive Power	
<b>11</b>	2,730,714 Aggregate Amount Beneficially Owned by Each Reporting Person	
<b>12</b>	2,730,714 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	<input type="radio"/>
<b>13</b>	Percent of Class Represented by Amount in Row (11)	
<b>14</b>	9.5% Type of Reporting Person (See Instructions)	
	OO	

**CUSIP No. 168905107**

<b>1</b>	Name of Reporting Person. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	D.E. Shaw Valence Portfolios, L.L.C. FEIN 13-4046559	
<b>2</b>	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) <input type="radio"/> (b) <input type="radio"/>
<b>3</b>	SEC Use Only	
<b>4</b>	Source of Funds (See Instructions)	
	WC	
<b>5</b>	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	<input type="radio"/>
<b>6</b>	Citizenship or Place of Organization	
<b>7</b>	Delaware Sole Voting Power	
<b>8</b>	-0- Shared Voting Power	
<b>9</b>	55,600 Sole Dispositive Power	
<b>10</b>	-0- Shared Dispositive Power	
<b>11</b>	55,600 Aggregate Amount Beneficially Owned by Each Reporting Person	
<b>12</b>	55,600 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	<input type="radio"/>
<b>13</b>	Percent of Class Represented by Amount in Row (11)	
	0.2%	
<b>14</b>	Type of Reporting Person (See Instructions)	
	OO	

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

<sup>1</sup> The 55,600 Common Shares set forth above constitute 55,600 Common Shares which Valence has the right to acquire through the exercise of listed call options.

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**CUSIP No. 168905107**

<b>1</b>	Name of Reporting Person. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	D.E. Shaw & Co., L.L.C. FEIN 13-3799946	
<b>2</b>	Check the Appropriate Box if a Member of a Group (See Instructions)	(a) o (b) o
<b>3</b>	SEC Use Only	
<b>4</b>	Source of Funds (See Instructions)	
	AF	
<b>5</b>	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	o
<b>6</b>	Citizenship or Place of Organization	
	Delaware	
<b>7</b>	Sole Voting Power	
<b>8</b>	-0- Shared Voting Power	
<b>9</b>	2,730,714 Sole Dispositive Power	
<b>10</b>	-0- Shared Dispositive Power	
<b>11</b>	2,730,714 Aggregate Amount Beneficially Owned by Each Reporting Person	
<b>12</b>	2,730,714 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	o
<b>13</b>	Percent of Class Represented by Amount in Row (11)	
	9.5%	
<b>14</b>	Type of Reporting Person (See Instructions)	
	OO	

**CUSIP No. 168905107**

<b>1</b>	Name of Reporting Person. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
	D.E. Shaw & Co., L.P. FEIN 13-3695715	
<b>2</b>	Check the Appropriate Box if a Member of a Group (See Instructions)	(a)0 (b)0
<b>3</b>	SEC Use Only	
<b>4</b>	Source of Funds (See Instructions)	
	AF	
<b>5</b>	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	0
<b>6</b>	Citizenship or Place of Organization	
	Delaware	
<b>7</b>	Sole Voting Power	
<b>8</b>	-0- Shared Voting Power	
<b>9</b>	2,786,314 Sole Dispositive Power	
<b>10</b>	-0- Shared Dispositive Power	
<b>11</b>	2,786,314 Aggregate Amount Beneficially Owned by Each Reporting Person	
<b>12</b>	2,786,314 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	0
<b>13</b>	Percent of Class Represented by Amount in Row (11)	
	9.7%	
<b>14</b>	Type of Reporting Person (See Instructions)	
	IA, PN	



**CUSIP No. 168905107**

	<b>1</b>	Name of Reporting Person. I.R.S. IDENTIFICATION NO. OF ABOVE PERSON	
		David E. Shaw	
	<b>2</b>	Check the Appropriate Box if a Member of a Group (See Instructions)	(a)o (b)o
	<b>3</b>	SEC Use Only	
	<b>4</b>	Source of Funds (See Instructions)	
		AF	
	<b>5</b>	Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
	<b>6</b>	Citizenship or Place of Organization	o
		Delaware	
Number of	<b>7</b>	Sole Voting Power	
Shares			
Beneficially		-0-	
Owned by	<b>8</b>	Shared Voting Power	
Each			
Reporting		2,786,314	
Person With	<b>9</b>	Sole Dispositive Power	
	<b>10</b>	-0- Shared Dispositive Power	
		2,786,314	
	<b>11</b>	Aggregate Amount Beneficially Owned by Each Reporting Person	
		2,786,314	
	<b>12</b>	Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)	
			o
	<b>13</b>	Percent of Class Represented by Amount in Row (11)	
		9.7%	
	<b>14</b>	Type of Reporting Person (See Instructions)	
		IN	

**Item 1. Security and Issuer**

This statement on Schedule 13D relates to the shares of Common Stock, \$0.10 par value per share (the “Common Shares”) of The Children’s Place Retail Stores, Inc. (the “Issuer”). The principal executive offices of the Issuer are located at 915 Secaucus Road, Secaucus, NJ 07094. The Reporting Persons (as defined in Item 2 below) originally filed a Schedule 13G on June 13, 2007, reporting beneficial ownership of Common Shares (the “Schedule 13G”).

**Item 2. Identity and Background**

(a), (f) This statement is filed on behalf of D. E. Shaw Laminar Portfolios, L.L.C., a Delaware limited liability company (“Laminar”), D. E. Shaw Valence Portfolios, L.L.C., a Delaware limited liability company (“Valence”), D. E. Shaw & Co., L.L.C., a Delaware limited liability company (“DESCO LLC”), D. E. Shaw & Co., L.P., a Delaware limited partnership (“DESCO LP”), and David E. Shaw, a citizen of the United States of America (David E. Shaw, together with Laminar, Valence, DESCO LLC, and DESCO LP, collectively, the “Reporting Persons”). The Reporting Persons are filing jointly, and the agreement among the Reporting Persons to file jointly is attached hereto as Exhibit 3 and incorporated herein by reference.

(b) The business address and principal office, as applicable, of all Reporting Persons is 120 West Forty-Fifth Street, 39th Floor, Tower 45, New York, NY 10036.

(c) The principal business of Laminar is that of a limited liability company focusing primarily on credit opportunity-related investment strategies. The principal business of Valence is that of a limited liability company focusing primarily on equity and equity-linked securities related investment strategies. The principal business of DESCO LLC is to act as managing member to certain funds, including, without limitation, Laminar. The principal business of DESCO LP is to act as an investment adviser to certain funds, including, without limitation, Laminar and Valence. DESCO LP also acts as managing member to certain funds, including, without limitation, Valence. D. E. Shaw & Co., Inc., a Delaware corporation (“DESCO Inc.”), is the general partner of DESCO LP. D. E. Shaw & Co. II, Inc., a Delaware corporation (“DESCO II, Inc.”), is the managing member of DESCO LLC. David E. Shaw is the president and sole shareholder of DESCO Inc. and DESCO II, Inc.

(d), (e) During the last five years, neither any Reporting Person nor, to the best knowledge of any Reporting Person, any person named in this Item 2, has been (i) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree, or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violations with respect to such laws.