

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* DABAH EZRA (Last) (First) (Middle) 915 SECAUCUS ROAD (Street) SECAUCUS NJ 07094 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol CHILDRENS PLACE RETAIL STORES INC [PLCE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chairman and CEO
	3. Date of Earliest Transaction (Month/Day/Year) 04/10/2006	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock, Par Value \$.10	04/10/2006		M		64,660	A	\$15.4	2,036,510	D	
Common Stock, Par Value \$.10	04/10/2006		S		35,000	D	\$59.5	2,001,510	D	
Common Stock, Par Value \$.10	04/10/2006		S		5,000	D	\$59.52	1,996,510	D	
Common Stock, Par Value \$.10	04/10/2006		S		14,660	D	\$59.54	1,981,850	D	
Common Stock, Par Value \$.10	04/10/2006		S		5,000	D	\$59.59	1,976,850	D	
Common Stock, Par Value \$.10	04/10/2006		S		5,000	D	\$59.7	1,971,850	D	
Common Stock, Par Value \$.10	04/10/2006		S		65,000	D	\$59.6	1,906,850	D	
Common Stock, Par Value \$.10								3,107,960 ⁽¹⁾	I	By Trusts/Custodial Accounts
Common Stock, Par Value \$.10								37,600	I	Spouse

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Options (right to buy)	\$15.4	04/10/2006		M			64,660	12/31/1997 ⁽²⁾	09/18/2007	Common Stock	\$0	35,000 ⁽³⁾	D	

Explanation of Responses:

- Includes (i) 2,943,880 shares held by trusts for the benefit of Mr. Dabah's children of which Mr. Dabah's wife, Renee Dabah, shares voting control along with her mother, Raine Silverstein; (ii) 8,880 shares held by custodial accounts for the benefit of two of Mr. Dabah's children of which Mr. Dabah shares voting control along with his wife, Renee Dabah; (iii) 152,000 shares held by trusts for the benefit of Mr. Dabah's relatives of which Mr. Dabah shares voting control along with his mother-in-law, Raine Silverstein; (iv) 2,400 shares held by trusts for the benefit of three of Mr. Dabah's children of which Mr. Dabah's wife, Renee Dabah, shares voting control along with her daughter, Eva Yagoda; and (v) 800 shares held by a trust for the benefit of Mr. Dabah's grandchild of which Mr. Dabah's wife, Renee Dabah, shares voting control along with her daughter, Joia Dabah.
- 19,932 options became exercisable on each of December 31, 1997, September 18, 1998, September 18, 1999, and the remaining 4,864 options became exercisable on September 18, 2000.
- Includes only those options with the same exercise price and the same grant date.

Remarks:

Ezra Dabah (By Steven Balasiano as Attorney-in-fact) 04/12/2006

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

LIMITED POWER OF ATTORNEY

BE IT KNOWN, that Ezra Dabah has made and appointed, and by these presents does make and appoint, Steven Balasiano, and Lenwood Ross, each of them acting individual

To sign any and all documents required by the Securities and Exchange Commission to ensure compliance with the rules and regulations thereof by me and by The Child

giving and granting said attorney full power and authority to do and perform all and every act and thing whatsoever necessary to be done in and about the specific ar

IN WITNESS WHEREOF, I have hereunto set my hand this 12th day of April, 2006.

Signed and delivered:

_/s/ Ezra Dabah_____

Ezra Dabah