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BERN DORRIT J

Form 4

May 06, 2002

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

- [] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue.
- 1. Name and Address of Reporting Person(s) BERN, DORRIT J. 450 WINKS LANE

BENSALEM, PA 19020

- 2. Issuer Name and Ticker or Trading Symbol CHARMING SHOPPES, INC. (CHRS)
- 3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
- 4. Statement for Month/Year 04/02
- 5. If Amendment, Date of Original (Month/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - [X] Director [] 10% Owner
 - [X] Officer (give title below) [] Other (specify below)
 - President, Chief Executive
 - Officer and Chairman
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - [X] Form filed by One Reporting Person
 - [] Form filed by More than One Reporting Person

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

1) Title of Security	ecurity 2)Trans- 3.Tr		- 4.Securitie or Disposed		*		
	Date	Code		A			
	(Month/			or	or		
	Day/Year)	Code V	Amount	D	Price		
Common Stock	04/03/02	М	300,000	А	\$4.62500		
Common Stock	04/03/02	F V	160,035	D	\$8.67000		
Common Stock	04/03/02	S	75,000	D	\$8.03000		
Common Stock	04/03/02	S	50,000	D	\$8.01000		
Common Stock	04/04/02	S	7,965	D	\$8.40000		
Common Stock	04/04/02	S	7,000	D	\$8.45000		

Table II	(PART 1)	Derivative Securities	s Acquired,	Disposed of,	or Beneficially	Owned (Co	olumns 1

1)Title of Derivative Security	2)Conversion 3)Trans- or Exercise action		4)Trans- action	5) Number of Derivative Securities Acquired (A)		
-	Price of Derivative	Date	Code	or Disposed of (D)		
	Security		Code V	A	D	

Non-Qualified Stock Option \$4.62500 04/03/02 M

300,000

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(right to buy)

Non-Qualified Stock Option \$6.00000 02/11/02 A V 600,000

(right to buy) (2)

Table II	(PART 2)	Derivative	Securities	Acquired,	Disposed o	of, or	Beneficially	Owned	(Columns 1
1)Title of Derivative Security		3)Trans- action Date	7)Title an of Underly Securities	ying		Amount Number		8)Price of Deri- vative Security	
	-	-		Title			Shares		
Non-Quali	buy)	1	, , , , ,	Common Sto			300,000		
Non-Quali: (right to		c Option	02/11/02	Common Sto	ock		600,000		

SIGNATURE OF REPORTING PERSON /S/ BERN, DORRIT J.
DATE 05/01/02