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AIRBORNE

September 12, 2002

RECEIVED
OFFICE OF THE SECRETARY

SEP 13 2002

Jonathan G. Katz, Secretary
Securities and Exchange Commission
450 Fifth Street, N.W.
Washington, DC 20549

RE: CHARMING SHOPPES, INC.

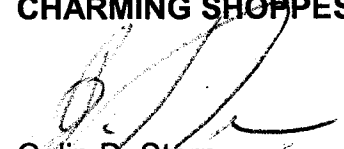
Dear Mr. Katz:

I am enclosing the following in response to the order requiring the filing of sworn statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934:

- (A) Statement Under Oath of Dorrit J. Bern, Principal Executive Officer of Charming Shoppes, Inc.; and
- (B) Statement Under Oath of Eric M. Specter, Principal Financial Officer of Charming Shoppes, Inc.

Sincerely,

CHARMING SHOPPES, INC.


Colin D. Stern
Executive Vice President
General Counsel and Secretary

CDS/rg

Enclosure

**STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING
FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS**

I, Eric M. Specter, Principal Financial Officer of Charming Shoppes, Inc. state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Charming Shoppes, Inc., and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - the Annual Report on Form 10-K for the Fiscal Year Ended February 2, 2002 of Charming Shoppes, Inc.;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Charming Shoppes, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

Eric M. Specter
Eric M. Specter

September 12, 2002

Subscribed and sworn to
before me this 12th day of
September, 2002

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OFFICE OF THE SECRETARY

SEP 13 2002

Patricia A. Stubbs
Notary Public
My Commission Expires:

NOTARIAL SEAL
PATRICIA A. STUBBS, Notary Public
Bensalem Twp., Bucks County
My Commission Expires May 6, 2006