

BURLINGTON COAT FACTORY WAREHOUSE CORP

Form 8-K

February 24, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

**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): February 23, 2011

**Burlington Coat Factory Investments Holdings, Inc.**

(Exact Name of Registrant As Specified In Charter)

**Delaware**  
(State or Other Jurisdiction

of Incorporation)

**333-137917**  
(Commission

File Number)

**20-4663833**  
(IRS Employer

Identification No.)

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**1830 Route 130 North**

**Burlington, New Jersey 08016**

**(Address of Principal Executive Offices, including Zip Code)**

**(609) 387-7800**

**(Registrant's telephone number, including area code)**

**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)
- .. 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))

**Item 8.01 Other Events.**

On February 23, 2011, Burlington Coat Factory Warehouse Corporation (the Company ) and Burlington Coat Factory Investments Holdings, Inc. ( Holdings ) issued a press release announcing their preliminary results for their previously announced cash tender offers for any and all of the Company s outstanding 11/8% Senior Notes due 2014 and Holdings outstanding 14/2% Senior Discount Notes due 2014. A copy of that press release is attached hereto as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press Release dated February 23, 2011.

**SIGNATURE**

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

**BURLINGTON COAT FACTORY INVESTMENTS  
HOLDINGS, INC.**

*/s/ Robert L. LaPenta, Jr.*

Robert L. LaPenta, Jr.  
Vice President and Treasurer

Date: February 23, 2011

**EXHIBIT INDEX**

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