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TOO INC Form 8-K May 12, 2004

SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM 8-K
CURRENT REPORT
PURSUANT TO SECTION 13 or 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934
Date of Report: May 12, 2004

TOO, INC. (Exact Name of Registrant as specified in its charter)

Delaware 1-14987 31-1333930

(State or other (Commission File No.) (IRS Employer jurisdiction of incorporation or organization)

Number)

8323 Walton Parkway New Albany, Ohio 43054 (614) 775-3500

(Address, including zip code, and telephone number including area code of Registrant's principal executive offices)

Not Applicable (Former name or former address, if changed since last report)

Item 7. Exhibits.

(c) Exhibits.

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Exhibit No. Description

Press Release, dated May 12, 2004, entitled "Too, Inc. Reports First Quarter 2004 Operating Results; Second Quarter Earnings Improvement Projected."

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## SIGNATURES

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.

TOO, INC.

Date: May 12, 2004 By: /s/ Kent A. Kleeberger

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Kent A. Kleeberger

Executive Vice Presidentand Chief Financial

Officer