

FILE NOW: FILING FEE AFTER MAY 1ST IS \$550.00

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PROFIT CORPORATION ANNUAL REPORT 1999



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State DIVISION OF CORPORATIONS

FILED May 11, 1999 8:00 am Secretary of State

05-11-1999 90044 047 ***150.00

DOCUMENT # P10371

1. Corporation Name BEAR, STEARNS & CO., INC.



Principal Place of Business: 245 PARK AVE, ATTN: KENNETH EDLOW, NEW YORK NY 10167 US
Mailing Address: 115 S. JEFFERSON RD, ATTN: NANCY LOPEZ, COMPLIANCE DEPT, WHIPPANY NJ 07981-1029 US

DO NOT WRITE IN THIS SPACE

2. Principal Place of Business		2a. Mailing Address		3. Date Incorporated or Qualified		
21		26		06/09/1986		
Suite, Apt. #, etc.		Suite, Apt. #, etc.		4. FEI Number		
22		27		13-3299429		
City & State		City & State		Applied For		
23		28		Not Applicable		
Zip	Country	Zip	Country	5. Certificate of Status Desired		
24	25	29	30	<input type="checkbox"/> \$8.75 Additional Fee Required		
9. Name and Address of Current Registered Agent				8. This corporation owes the current year intangible Personal Property Tax.		
CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. PLANTATION FL 33324				<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
				10. Name and Address of New Registered Agent		
				81	Name	
				82	Street Address (P.O. Box Number is Not Acceptable)	
				83		
				84	City	
				FL	85	Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE _____ (NOTE: Registered Agent signature required when reinstating) DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEOD <input type="checkbox"/> DELETE	1.1 TITLE	C,D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	GREENBERG, ALAN C.	1.2 NAME	Greenberg, Alan C.
STREET ADDRESS	245 PARK AVE	1.3 STREET ADDRESS	245 Park Avenue
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	New York, NY 10167
TITLE	DP <input type="checkbox"/> DELETE	2.1 TITLE	CEO,P,D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	CAYNE, JAMES E.	2.2 NAME	Cayne, James E.
STREET ADDRESS	245 PARK AVE	2.3 STREET ADDRESS	245 Park Avenue
CITY-ST-ZIP	NEW YORK NY	2.4 CITY-ST-ZIP	New York, NY 10167
TITLE	COO <input type="checkbox"/> DELETE	3.1 TITLE	COO, D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	MONTGORIS, WILLIAM J.	3.2 NAME	William J. Montgoris
STREET ADDRESS	245 PARK AVE	3.3 STREET ADDRESS	245 Park Avenue
CITY-ST-ZIP	NEW YORK NY 10167	3.4 CITY-ST-ZIP	New York, NY 10167
TITLE	D <input type="checkbox"/> DELETE	4.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME	KNIGHT, JOHN L	4.2 NAME	
STREET ADDRESS	ONE CANADA SQUARE	4.3 STREET ADDRESS	Please see attached
CITY-ST-ZIP	LONDON, ENGLAND E14 5AD	4.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	5.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE	<input type="checkbox"/> DELETE	6.1 TITLE	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME		6.2 NAME	
STREET ADDRESS		6.3 STREET ADDRESS	
CITY-ST-ZIP		6.4 CITY-ST-ZIP	

14. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(l), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE: Samuel L. Molinaro Jr. *[Signature]* Date: 04/29/99 Daytime Phone #: 212-272-2000

CR2E034 (11/98)

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Bear, Stearns & Co. Inc.

OFFICERS/DIRECTORS

April 16, 1999

Alan C. Greenberg	Chairman of the Board/ Director	A
Michael L. Tarnopol	Vice Chairman of the Board / Director	A
John Rosenwald Jr.	Vice Chairman of the Board / Director	A
James E. Cayne	President/ Chief Executive Officer/ Director	A
William J. Montgoris	Chief Operating Officer /Chief Operations Office/ Director	A
Mark E. Lehman	Executive Vice President, General Counsel/ Chief Legal Officer/ Director	A
Alan D. Schwartz	Executive Vice President/ Director	A
Warren J. Spector	Executive Vice President/ Director	A
Kenneth L. Edlow	Secretary	A
Michael Minikes	Treasurer/ Director	A
Michael J. Abatemarco	Controller/Assistant Secretary	B
Samuel L. Molinaro Jr.	Chief Financial Officer/Senior Vice President-Finance/ Director	A
Frederick B. Casey	Assistant Treasurer	A
Stephen A. Bornstein	Assistant Secretary	A
Marc H. Feuer	Assistant Treasurer	A
Robert J. Schwartz	Assistant Treasurer	A
Lawrence E. Rogers	Assistant Controller	B
Cheryl Kallem	Assistant Controller	B
Charles A. Nalbhone	Chief Compliance Officer	E
Denis A. Bovin	Director	A
Peter C. Cherasia	Director	A
Ralph R. Cioffi	Director	A
Barry J. Cohen	Director	A
Wendy L. de Monchaux	Director	A
Bruce E. Geismar	Director	B
Richard Harriton	Director	B
Daniel L. Keating	Director	A
John L. Knight	Director	C
Curtis S. Lane	Director	A
David A. Liebowitz	Director	A
Bruce M. Lisman	Director	A
Roland N. Livney	Director	A
Jeffrey Mayer	Director	A
Gary M. Mc Loughlin	Director	A
Donald R. Mullen	Director	A
Fares D. Noujaim	Director	A
Craig Overlander	Director	A
Stephen E. Raphael	Director	A

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Bear, Stearns & Co. Inc.

OFFICERS/DIRECTORS

Richard B. Sachs	Director	A
David M. Solomon	Director	A
Robert M. Steinberg	Director	A
Donald W. Tang	Director	D
Michael J. Urfirer	Director	A
Eli Wachtel	Director	A
Michael Winchell	Director	A
Uzi Zucker	Director	A

All terms expire in October of each year.

A:
245 Park Avenue,
New York, NY 10167

B:
One Metrotech Center North
Brooklyn, NY 11201-3859

C:
One Canada Square
London, England E14 5AD
Phone: 011-44-71-516-6000

D:
26 th. Floor, Citibank Tower,
Citibank Plaza
3 Garden Road, Hong Kong

E. 115 South Jefferson Rd.,
Whippany, NJ 07981