


**2006 FOR PROFIT CORPORATION ANNUAL REPORT (AR)**

**FILED**  
**May 08, 2006 8:00 am**  
**Secretary of State**

05-08-2006 90276 045 \*\*\*150.00

<b>DOCUMENT # P10371</b>					
1. Entity Name <b>BEAR, STEARNS &amp; CO., INC.</b>					
Principal Place of Business <b>383 MADISON AVENUE NEW YORK NY 10179 US</b>		Mailing Address <b>115 S. JEFFERSON RD BLDG C2 WHIPPANY NJ 07981 US</b>			
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State		4. FEI Number <b>13-3299429</b> Applied For <input type="checkbox"/> Not Applicable <input type="checkbox"/>	
Zip	Country	Zip	Country	5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>	
6. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM 1200 SOUTH PINE ISLAND RD. PLANTATION FL 33324</b>			7. Name and Address of New Registered Agent		
Name			Name		
Street Address (P.O. Box Number is Not Acceptable)			Street Address (P.O. Box Number is Not Acceptable)		
City			City		Zip Code
FL					
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.					
SIGNATURE _____ (NOTE: Registered Agent signature required when reconstituting) DATE _____					
<b>FILE NOW!!! FEE IS \$150.00</b> <b>After May 1, 2006 Fee Will Be \$550.00</b> <b>Make Check Payable to Florida Department of State</b>			9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00 May Be Added to Fees</b>		
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	D <input type="checkbox"/> Delete	TITLE	PLEASE SEE ATTACHED LIST <input type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	GREENBERG, ALAN C.	NAME			
STREET ADDRESS	383 MADISON AVE	STREET ADDRESS			
CITY-ST-ZIP	NEW YORK NY 10179	CITY-ST-ZIP			
TITLE	CEOC <input type="checkbox"/> Delete	TITLE	CEO;C;D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	CAYNE, JAMES E	NAME	Cayne, James E.		
STREET ADDRESS	383 MADISON AVE	STREET ADDRESS	383 Madison Avenue,		
CITY-ST-ZIP	NEW YORK NY 10179-0024	CITY-ST-ZIP	New York, NY 10179-0024		
TITLE	COOD <input type="checkbox"/> Delete	TITLE	D <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	GEISMAR, BRUCE E	NAME	Geismar, Bruce E.		
STREET ADDRESS	ONE METROTECH CENTER NORTH	STREET ADDRESS	One Metrotech Ctr. North		
CITY-ST-ZIP	BROOKLYN NY 11201-3859	CITY-ST-ZIP	Brooklyn, NY 11201		
TITLE	D <input type="checkbox"/> Delete	TITLE			
NAME	BOVIN, DENIS A	NAME			
STREET ADDRESS	383 MADISON AVE	STREET ADDRESS			
CITY-ST-ZIP	NEW YORK NY 10179	CITY-ST-ZIP			
TITLE	EVPD <input checked="" type="checkbox"/> Delete	TITLE	EVP; CFO; D <input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition		
NAME	LEHMAN, MARK E	NAME	Molinaro Jr., Samuel L.		
STREET ADDRESS	383 MADISON AVE	STREET ADDRESS	383 Madison Avenue		
CITY-ST-ZIP	NEW YORK NY 10179	CITY-ST-ZIP	New York, NY 10179-0024		
TITLE	AT <input type="checkbox"/> Delete	TITLE	T <input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition		
NAME	UPTON, ROBERT N. M	NAME	Upton, Robert N. M.		
STREET ADDRESS	383 MADISON AVE	STREET ADDRESS	383 Madison Avenue		
CITY-ST-ZIP	NEW YORK NY 10179-0024	CITY-ST-ZIP	New York, NY 10179-0024		
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Section 119, Florida Statutes. I further certify that the information indicated on this report or supplemental 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 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: <i>Kenneth L Edlow</i>			Kenneth L. Edlow, Secretary 04/21/2006		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date Daytime Phone #		



1st MOORE CR2E034 (10/05)

FL

(212)272-2000

**BEAR, STEARNS & CO. INC.****ATTACHMENT**  
40086806**Officers and Directors**

#PT0371

NAME	OFFICER TITLE	CORP. ADDRESS
James E. Cayne	Chairman of The Board, Chief Executive Officer, <b>Director</b>	A
Alan D. Schwartz	Co-President, Co-Chief Operating Officer, <b>Director</b>	A
Warren J. Spector	Co-President, Co-Chief Operating Officer, <b>Director</b>	A
Kenneth L. Edlow	Secretary	D
Robert N.M. Upton	Treasurer	A
Samuel L. Molinaro Jr.	Executive Vice President, Chief Financial Officer, <b>Director</b>	A
Thomas M. Flexner	Vice-Chairman of The Board, <b>Director</b>	A
Fares D. Noujaim	Vice-Chairman of The Board, <b>Director</b>	A
E. John Rosenwald Jr.	Vice-Chairman of The Board, <b>Director</b>	A
Donald W. Tang	Vice-Chairman of The Board, <b>Director</b>	C
Michael S. Solender	General Counsel	A
Jeffrey M. Farber	Controller, Assistant Secretary	A
Jeffrey M. Lipman	Assistant Secretary	A
Salvatore V. Di Maggio	Assistant Treasurer	A
Marc H. Feuer	Assistant Treasurer	A
Robert J. Schwartz	Assistant Treasurer	A
John F. Stacconi	Assistant Treasurer	A
Michael Alix	<b>Director</b>	A
Steven L. Begleiter	<b>Director</b>	A
Kathryn R. Booth	<b>Director</b>	A
Denis A. Bovin	<b>Director</b>	A
Peter C. Cherasia	<b>Director</b>	A
Steven M. Dantus	<b>Director</b>	A
Wendy L. de Monchaux	<b>Director</b>	A
James F. Egan	<b>Director</b>	A
Robert E. Foran	<b>Director</b>	A
Bruce E. Geismar	<b>Director</b>	B
David H. Glaser	<b>Director</b>	A
Alan C. Greenberg	Chairman of the Executive Committee, <b>Director</b>	A
Gregory A. Hanley	<b>Director</b>	A
Daniel L. Keating	<b>Director</b>	A
Richard R. Lindsey	<b>Director</b>	B
Bruce M. Lisman	<b>Director</b>	A
Roland N. Livney	<b>Director</b>	A
Thomas F. Marano	<b>Director</b>	A
Jeffrey Mayer	<b>Director</b>	A
Steven D. Meyer	<b>Director</b>	A
Michael Minikes	<b>Director</b>	A
Michael Nierenberg	<b>Director</b>	A
Craig M. Overlander	<b>Director</b>	A
Robert M. Steinberg	<b>Director</b>	A
Michael J. Urfirer	<b>Director</b>	A
Jeffrey H. Urwin	<b>Director</b>	A
Jeffrey L. Verschleiser	<b>Director</b>	A
Eli Wachtel	<b>Director</b>	A
Robert Janukowicz	<b>Tax Director</b>	A

A:  
383 Madison Avenue,  
New York, NY 10179 0024B:  
One Metrotech Center North  
Brooklyn, NY 11201-3859C:  
One Sansome Street, 39<sup>th</sup> Fl.  
San Francisco, CA 94104D:  
320 Park Avenue,  
New York, NY 10022