

# 2006 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**Feb 01, 2006 8:00 am**  
**Secretary of State**

02-01-2006 90012 035 \*\*\*150.00

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<b>DOCUMENT # 821737</b> 1. Entity Name <b>MORGAN STANLEY DW INC.</b>					
Principal Place of Business <b>C/O MORGAN STANLEY DEAN WITTER &amp; CO</b> <b>1585 BROADWAY</b> <b>NEW YORK, NY 10036 US</b>			Mailing Address <b>C/O MORGAN STANLEY TAX DEPT.</b> <b>750 SEVENTH AVE.</b> <b>NEW YORK, NY 10019 US</b>		
2. Principal Place of Business <b>2000 Westchester Ave.</b> Suite, Apt. #, etc.		3. Mailing Address <b>1633 Broadway, 25 Floor</b> Suite, Apt. #, etc.		01252006 Chg-P CR2E034 (11/05)	
City & State <b>Purchase, NY 10577</b>		City & State <b>Morgan Stanley-Law Dept.</b> <b>New York, NY</b>		4. FEI Number <b>94-1671384</b>	
Zip <b>10577</b>		Country <b>USA</b>		5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75</b> Additional Fee Required	
6. Name and Address of Current Registered Agent  <b>CT CORPORATION SYSTEM</b> <b>1200 S. PINE ISLAND ROAD</b> <b>PLANTATION, FL 33324</b>				7. Name and Address of New Registered Agent  Name  Street Address (P.O. Box Number is Not Acceptable)  City <b>FL</b> Zip Code	
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 reinstating) DATE _____					
<b>FILE NOW!!! FEE IS \$150.00</b> <b>After May 1, 2006 Fee will be \$550.00</b>			9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00</b> May Be Added to Fees		
<b>10. OFFICERS AND DIRECTORS</b>			<b>11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11</b>		
TITLE P NAME SCHAEFER, JOHN H STREET ADDRESS 1585 BROADWAY CITY-ST-ZIP NEW YORK, NY 10036	<input checked="" type="checkbox"/> Delete		TITLE President, COO, CEO, Director NAME Raymond A Harris STREET ADDRESS 2000 Westchester Avenue CITY-ST-ZIP Purchase, NY 10577	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition	
TITLE D NAME DURBIN, MICHAEL R STREET ADDRESS 2000 WESTCHESTER AVE CITY-ST-ZIP PURCHASE, NY 10577	<input type="checkbox"/> Delete		TITLE Director, MD, CFO NAME Frank Bianco STREET ADDRESS 2000 Westchester Avenue CITY-ST-ZIP Purchase NY 10577	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
TITLE VP NAME HARRIS, RAYMOND A STREET ADDRESS 2000 WESTCHESTER AVE CITY-ST-ZIP PURCHASE, NY 10577	<input checked="" type="checkbox"/> Delete		TITLE Director, MD, Secretary NAME Kirk Wickman STREET ADDRESS 2000 Westchester Avenue CITY-ST-ZIP Purchase, NY 10577	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
TITLE D NAME CLARK, MARYEE STREET ADDRESS 2000 WESTCHESTER AVE CITY-ST-ZIP PURCHASE, NY 10577	<input checked="" type="checkbox"/> Delete		TITLE Treasurer NAME Eileen Wallace STREET ADDRESS 750 Seventh Avenue CITY-ST-ZIP New York, NY 10019	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
TITLE D NAME ALONZO, BRUCE F STREET ADDRESS 2000 WESTCHESTER AVE CITY-ST-ZIP PURCHASE, NY 10577	<input checked="" type="checkbox"/> Delete		TITLE Assistant Secretary NAME Charlene R Herzen STREET ADDRESS 1633 Broadway CITY-ST-ZIP New York, NY 10019	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
TITLE D NAME BERNSTEIN, IAN STREET ADDRESS 2000 WESTCHESTER AVE CITY-ST-ZIP PURCHASE, NY 10577	<input checked="" type="checkbox"/> Delete		TITLE Assistant Secretary NAME Susan M. Krause STREET ADDRESS 1633 Broadway CITY-ST-ZIP New York, NY 10019	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition	
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 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: <u>X</u> <u>Charles R. Harris</u> SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR					
Date _____ Daytime Phone # _____					

# ATTACHMENT

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Morgan Stanley DW Inc.  
Attachment to 2006 Annual Report

File#: 821737

## DIRECTORS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Frank Bianco	Director	2000 Westchester Ave., Purchase, NY 10577
Michael R. Durbin	Director	2000 Westchester Ave., Purchase, NY 10577
Raymond A. Harris	Director	2000 Westchester Ave., Purchase, NY 10577
Richard R. Sanchez	Director	2000 Westchester Ave., Purchase, NY 10577
Kirk Wickman	Director	2000 Westchester Ave., Purchase, NY 10577

## OFFICERS

<u>Name</u>	<u>Title</u>	<u>Business Address</u>
Raymond A. Harris	President, Chief Executive Officer, Chief Operating Officer	2000 Westchester Ave., Purchase, NY 10577
Frank Bianco	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Kirk Wickman	Managing Director, Controller and Chief Financial Officer	2000 Westchester Ave., Purchase, NY 10577
Jeffrey L. Adams	Managing Director	70 W. Madison Ste, #500, Chicago, IL 60602
Ian Bernstein	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Michael A. Burke, Sr.	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Ronald T. Carman	Managing Director and Assistant Secretary	1633 Broadway, New York, NY 10019
Noland Cheng	Managing Director	75 Varrick Street, New York, NY 10013
Michael R. Durbin	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Scott R. Graflund	Managing Director	2000 Westchester Ave. Purchase, NY 10577
Shelley S. Hanan	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Thomas K. Harms	Managing Director	75 Varrick Street, New York, NY 10013
Henry E. Kaplan	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Douglas J. Ketterer	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Paul W. Klug	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Steven G. Magee	Managing Director	75 Varrick Street, New York, NY 10013
William A. McMahon	Managing Director	1221 Ave. of the Americas, New York, NY 10020
James Mahon	Managing Director	555 California Street, San Francisco, CA 94104
Kevin Morano	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Thomas O'Brien	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Daniel Petrozzo	Managing Director	75 Varrick Street, New York, NY 10013
Richard R. Sanchez	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Raymond M. Smesko	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Sririam Subramaniam	Managing Director	2000 Westchester Ave., Purchase, NY 10577

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Edward M. Sullivan	Managing Director	225 High Ridge Road, Stamford, CT 06905
George D. Sullivan	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Jeffrey S. Swartz	Managing Director	2000 Westchester Ave., Purchase, NY 10577
Benedict R. Tarantino	Managing Director	15601 Dallas Parkway, Addison, TX 75001
Todd R. Taylor	Managing Director	750 Seventh Avenue, New York, NY 10019
Chris Van Aeken	Managing Director	20 Bank Street, Canary Wharf, London E14
Eileen Wallace	Treasurer	750 Seventh Avenue, New York, NY 10019
Jacqueline T. Brody	Assistant Treasurer	750 Seventh Avenue, New York, NY 10019
Maryann Fappiano	Assistant Treasurer	1 Pierrepont Plaza, Brooklyn, NY 11201
William J. Forsell	Assistant Treasurer	750 Seventh Avenue, New York, NY 10019
Jai Sooklai	Assistant Treasurer	750 Seventh Avenue, New York, NY 10019
Charlene R. Herzer	Assistant Secretary	1633 Broadway, New York, NY 10019
Susan M. Krause	Assistant Secretary	1633 Broadway, New York, NY 10019
William J.	Assistant Secretary	1633 Broadway, New York, NY 10019
O'Shaughnessy, Jr.		