

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

FILED
Apr 29 1998 8:00am
Secretary of State

PROFIT CORPORATION ANNUAL REPORT 1998		FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS
---	---	--

DOCUMENT # P10371 (3)
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 06/09/1986	
21	Suite, Apt. #, etc.	26	Suite, Apt. #, etc.	4. FEI Number 13-3299429	Applied For Not Applicable
22	City & State	27	City & State	5. Certificate of Status Desired <input type="checkbox"/>	\$8.75 Additional Fee Required
23	Zip	28	Country	6. Election Campaign Financing Trust Fund Contribution <input type="checkbox"/>	\$5.00 May Be Added to Fees
24	Country	29	Country	8. This corporation owes or has paid the current year Intangible Personal Property Tax due June 30. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	

9. Name and Address of Current Registered Agent

CT CORPORATION SYSTEM
1200 SOUTH PINE ISLAND RD.
PLANTATION FL 33324

10. Name and Address of New Registered Agent

81	Name
82	Street Address (P.O. Box Number is Not Acceptable)
83	
84	City
85	Zip Code

FL

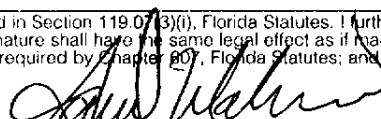
11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. 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 constituting) _____ DATE _____

12. OFFICERS AND DIRECTORS		13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12	
TITLE	CEO	1.1 TITLE	
NAME	GREENBERG, ALAN C.	1.2 NAME	
STREET ADDRESS	245 PARK AVE	1.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	1.4 CITY-ST-ZIP	
TITLE	DP	2.1 TITLE	
NAME	CAYNE, JAMES E.	2.2 NAME	
STREET ADDRESS	245 PARK AVE	2.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY	2.4 CITY-ST-ZIP	
TITLE	COO	3.1 TITLE	
NAME	MONTGORIS, WILLIAM J.	3.2 NAME	
STREET ADDRESS	245 PARK AVE	3.3 STREET ADDRESS	
CITY-ST-ZIP	NEW YORK NY 10167	3.4 CITY-ST-ZIP	
TITLE	D	4.1 TITLE	
NAME	KNIGHT, JOHN L	4.2 NAME	
STREET ADDRESS	ONE CANADA SQUARE	4.3 STREET ADDRESS	
CITY-ST-ZIP	LONDON, ENGLAND E14 5AD	4.4 CITY-ST-ZIP	
TITLE		5.1 TITLE	
NAME		5.2 NAME	
STREET ADDRESS		5.3 STREET ADDRESS	
CITY-ST-ZIP		5.4 CITY-ST-ZIP	
TITLE		6.1 TITLE	
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)(i), 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.

SIGNATURE _____



CR2E034 (10/97)

Bear, Stearns & Co. Inc.

April 16, 1998

NAME	OFFICERS/DIRECTORS	CORP. ADDRESS
Alan C. Greenberg	Chairman of the Board/ Director	A
James E. Cayne	President/ Chief Executive Officer/ Director	A
William J. Montgoris	Chief Operating Officer /Chief Operations Officer	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	A
Michael J. Abatemarco	Controller/Assistant Secretary	B
Samuel L. Molinaro Jr.	Chief Financial Officer/Senior Vice President-Finance	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. Nalbome	Chief Compliance Officer	E
John L. Knight	Director	C
Denis A. Bovin	Director	A
Peter C. Cherasia	Director	A
Ralph R. Cioffi	Director	A
Barry J. Cohen	Director	A
Bruce E. Geismar	Director	B
Richard Harriton	Director	B
Daniel L. Keating	Director	A
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. Houjaim	Director	A
Craig Overlander	Director	A
Stephen E. Raphael	Director	A
Pierce J. Roberts Jr.	Director	A

E. John Rosenwald Jr.	Director	A
Lewis A. Sachs	Director	A
Richard B. Sachs	Director	A
Alan D. Schwartz	Director	A
David M. Solomon	Director	A
Robert M. Steinberg	Director	A
Donald W. Tang	Director	D
Michael J. Urfirer	Director	A
Eli Wachtell	Director	A
Michael Winchell	Director	A
Uzi Zucher	Director	A

Shall hold office until a successor is appointed, he resigns, is removed or dies.

All terms expire in October of each year

A:
245 Park Avenue,
New York, NY 10167

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

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

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

115 South Jefferson Rd.,
Whippany, NJ 07981