2005 FOR PROFIT CORPORATION ANNUAL REPORT

Apr 29, 2005 8:00 am Secretary of State DOCUMENT # P10371 04-29-2005 90260 044 ***150.00 BEAR, STEARNS & CO., INC. Principal Place of Business Mailing Address 383 MADISON AVENUE 115 S. JEFFERSON RD 14009827 NEW YORK, NY 10179 US BLDG C2 WHIPPANY, NJ 07981 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 01042005 Chg-P CR2E034 (10/03) City & State City & State 4. FEI Number Applied For 13-3299429 Not Applicable Zip Zip Country Country \$8.75 Additional 5. Certificate of Status Desired Fee Required 7. Name and Address of New Registered Agent 6. Name and Address of Current Registered Agent Name CT CORPORATION SYSTEM Street Address (P.O. Box Number is Not Acceptable) 1200 SOUTH PINE ISLAND RD. PLANTATION, FL 33324 City 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 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) 9. Election Campaign Financing \$5.00 May Be FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 Trust Fund Contribution. Added to Fees OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 10. 11. TITLE ☐ Change ☐ Addition TITLE ☐ Delete SEE ATTACHED LIST GREENBERG, ALAN C. NAME NAME STREET ADDRESS 383 MADISON AVE STREET ADDRESS CITY-ST-ZIP NEW YORK, NY 10179 CITY-ST-ZIP CEOC TITLE ☐ Delete TITLE ☐ Change ☐ Addition CAYNE, JAMES E NAME NAME 383 MADISON AVE STREET ADDRESS STREET ADDRESS CITY-ST-7IP NEW YORK, NY 101790024 CITY-ST-7IP COOD ☐ Delete TITLE TITLE ☐ Change ☐ Addition NAME GEISMAR, BRUCE E NAME STREET ADDRESS ONE METROTECH CENTER NORTH STREET ADDRESS BROOKLYN, NY 112013859 CITY-ST-ZIP CITY-ST-ZIP TITLE □ Detete TITLE ☐ Change ☐ Addition **BOVIN, DENIS A** NAME NAME STREET ADDRESS 383 MADISON AVE STREET ADDRESS NEW YORK, NY 10179 CITY-ST-7IP CITY-ST-7IP **EVPD** ☐ Delete TITLE ☐ Change TITLE ☐ Addition NAME LEHMAN, MARK E NAME STREET ADDRESS 383 MADISON AVE STREET ADDRESS NEW YORK, NY 10179 CITY-ST-ZIP CITY-ST-ZIP TITLE ☐ Delete TITLE ☐ Change Addition UPTON, ROBERT N. M. NAME NAME STREET ADDRESS 383 MADISON AVE STREET ADDRESS

12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(1), 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.

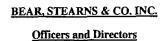
CITY-ST-ZIP

SIGNATURE:

NEW YORK, NY 101790024

Kenneth L. Edlow, Secretary

FILED



ATTACHMENT 1400982

NAME	OFFICER TITLE	CORP. ADDRESS
James E. Cayne	Chairman of The Board Chief Executive Officer	A
	Director	1
Alan D. Schwartz	Co-President	A
	Co-Chief Operating Officer	
	Director	
Warren J. Spector	Co-President	A
	Co-Chief Operating Officer	ì
	Director	j
Bruce E. Geismar	Chief Operations Officer	В
	Director	į
Kenneth L. Edlow	Secretary	A
Michael Minikes	Treasurer	A
	Director	-
Mark E. Lehman	Executive Vice President	A
	Director	l
Samuel L. Molinaro Jr.	Executive Vice President	A
	Chief Financial Officer	
	Director	
Thomas M. Flexner	Vice-Chairman of The Board	A
	Director	
Fares D. Noujaim	Vice-Chairman of The Board	
	Director	
E. John Rosenwald Jr. Donald W. Tang	Vice-Chairman of The Board	A
	Director	
	Vice-Chairman of The Board	C
	Director	
Michael L. Tarnopol	Vice-Chairman of The Board	A
	Director	'
Michael S. Solender	General Counsel	A
Jeffrey M. Farber	Controller ssistant Secretary	В
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
Robert N.M. Upton	Assistant Treasurer	A
Scott K. Shaw	Chief Compliance Officer	A
	Director	
Steven L. Begleiter		A
Kathryn R. Booth	Director	A
Denis A. Bovin	Director	A
Peter C. Cherasia	Director	A
Steven M. Dantus	Director	A
Wendy L. de Monchaux	Director	A
James F. Egan	Director	Α
Robert E. Foran	Director	A
Alan C. Greenberg	Chairman of the Executive Committee	A
	Director	
Gregory A. Hanley	Director	A
Daniel L. Keating	Director	A
Richard R. Lindsey	Director	В
Bruce M. Lisman	Director	Α_
Roland N. Livney	Director	A
Thomas F. Marano	Director	A
Jeffrey Mayer	Director	A
Steven D. Meyer	Director	A
Craig M. Overlander	Director	A
Aldo Parcesepe	Director	- '
	Director	A
Robert M. Steinberg		
	Director	A
Michael J. Urfirer	Discot	
Jeffrey H. Urwin Eli Wachtel	Director Director	A

A: 383 Madison Avenue, New York, NY 10179 0024

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

C: One Sansome Street, 39th Fl. San Francisco, CA 94104