

2005 FOR PROFIT CORPORATION ANNUAL REPORT

FILED
Apr 13, 2005 8:00 am
Secretary of State

04-13-2005 90034 009 ***150.00

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DOCUMENT # P25632			
1. Entity Name MORGAN STANLEY & CO. INCORPORATED			
Principal Place of Business 1585 BROADWAY NEW YORK, NY 10036 US		Mailing Address C/O MORGAN STANLEY TAX DEPT., 23RD FL. 1221 AVENUE OF THE AMERICAS NEW YORK, NY 10020 US	
2. Principal Place of Business Suite, Apt. #, etc.		3. Mailing Address <i>c/o Morgan Stanley Legal Dept 5th floor 1221 Avenue of Americas</i>	
City & State New York NY		City & State New York NY	
Zip 10020	Country USA	4. FEI Number 13-2655998	
5. Certificate of Status Desired <input type="checkbox"/>		Applied For <input type="checkbox"/> Not Applicable	
6. Name and Address of Current Registered Agent CT CORPORATION SYSTEM 1200 S. PINE ISLAND ROAD PLANTATION, FL 33324		7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City FL 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 reappointing) DATE _____			
FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> \$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS		11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CCEO PERELLA, JOSEPH R 1585 BROADWAY NEW YORK, NY 10036 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition see attached list
TITLE NAME STREET ADDRESS CITY-ST-ZIP	CFO FRANK, ALEXANDER 1585 BROADWAY NEW YORK, NY 10036 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PCOO PANDIT, VIKRAM S 1585 BROADWAY NEW YORK, NY 10036 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS HERZER, CHARLENE R 1221 AVENUE OF THE AMERICAS NEW YORK, NY 10020 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T WALLACE, EILEEN S 750 SEVENTH AVENUE NEW YORK, NY 10019 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	GCS ROGER, ROBIN 1221 AVENUE OF AMERICAS NEW YORK, NY 10020 <input type="checkbox"/> Delete	TITLE NAME STREET ADDRESS CITY-ST-ZIP	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12. 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 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>Charlene R. Herzer</i> Charlene R Herzer 3/22/05 212.762.6799 SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #			

ATTACHMENT

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Morgan Stanley & Co. Incorporated 2005

DIRECTORS

Name	Street Address	City	State	ZIP Code
Zoe Cruz	1585 Broadway	New York	NY	10036
John P. Havens	1585 Broadway	New York	NY	10036
Donald G. Kempf, Jr.	1585 Broadway	New York	NY	10036
Tarek F. Abdel-Meguid	1585 Broadway	New York	NY	10036
Alasdair G. Morrison	Exchange Square Tower II, Central	Hong Kong		SAR
Stephan F. Newhouse	1585 Broadway	New York	NY	10036
Vikram S. Pandit	1585 Broadway	New York	NY	10036
Joseph R. Perella	1585 Broadway	New York	NY	10036
Philip J. Purcell	1585 Broadway	New York	NY	10036
Robin Roger	1585 Broadway	New York	NY	10020

OFFICERS

Name	Title	Street Address	City	State	ZIP Code
Joseph R. Perella	Chairman & Chief Executive Officer	1585 Broadway	New York	NY	10036
Vikram S. Pandit	President & Chief Operating Officer	1585 Broadway	New York	NY	10036
Alexander C. Frank	Chief Financial Officer	1585 Broadway	New York	NY	10036
Robin Roger	General Counsel & Secretary	1585 Broadway	New York	NY	10020
Eileen S. Wallace	Treasurer	750 Seventh Avenue	New York	NY	10019
Charlene R. Herzer	Assistant Secretary	1221 Avenue of Americas	New York	NY	10020