

BEAR STEARNS COMPANIES INC  
 Form 3  
 April 15, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement		3. Issuer Name and Ticker or Trading Symbol	
J P MORGAN CHASE & CO			(Month/Day/Year)		BEAR STEARNS COMPANIES INC [BSC]	
(Last)	(First)	(Middle)	04/07/2008		4. Relationship of Reporting Person(s) to Issuer	
270 PARK AVENUE					5. If Amendment, Date Original Filed(Month/Day/Year)	
(Street)						
NEW YORK, NY 10017					6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	

(Check all applicable)

Director     10% Owner  
 Officer     Other  
 (give title below)    (specify below)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	15,124,114	D <sup>(1)</sup>	^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable    Expiration Date	Title    Amount or Number of			

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				Shares		(I) (Instr. 5)	
Options to Buy Common Stock	04/07/2008	04/19/2008	Common Stock	50,000	\$ 105	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	07/18/2008	Common Stock	188,000	\$ 100	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	07/18/2008	Common Stock	19,800	\$ 110	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	04/19/2008	Common Stock	250,000	\$ 65	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	07/18/2008	Common Stock	270,300	\$ 75	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	01/16/2009	Common Stock	159,200	\$ 80	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	07/18/2008	Common Stock	48,000	\$ 85	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	07/18/2008	Common Stock	45,700	\$ 90	I	See footnote <u>(2)</u>
Options to Buy Common Stock	04/07/2008	04/19/2008	Common Stock	26,800	\$ 85	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/15/2010	Common Stock	23,900	\$ 60	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/16/2009	Common Stock	97,500	\$ 10	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/15/2010	Common Stock	21,400	\$ 100	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/15/2010	Common Stock	2,400	\$ 120	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/16/2009	Common Stock	1,200	\$ 95	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/16/2009	Common Stock	9,800	\$ 100	I	See footnote <u>(3)</u>
Options to Sell Common Stock (Short Position)	04/07/2008	01/16/2009	Common Stock	25,000	\$ 70	I	See footnote <u>(3)</u>
Options to Sell Common Stock	04/07/2008	04/19/2008	Common Stock	95,000	\$ 15	I	See footnote <u>(2)</u>
Options to Sell Common Stock	04/07/2008	01/17/2009	Common Stock	22,600	\$ 70	I	See footnote <u>(3)</u>
Options to Sell Common Stock	04/07/2008	01/17/2009	Common Stock	10,000	\$ 80	I	See footnote <u>(3)</u>
	04/07/2008	01/16/2010		200,000	\$ 30	I	See footnote <u>(3)</u>

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Options to Sell Common Stock			Common Stock				
Options to Sell Common Stock	04/07/2008	01/16/2010	Common Stock	70,000	\$ 50	I	See footnote <sup>(3)</sup>
Options to Sell Common Stock	04/07/2008	01/17/2009	Common Stock	35,000	\$ 100	I	See footnote <sup>(3)</sup>
Options to Sell Common Stock	04/07/2008	04/19/2008	Common Stock	3,200	\$ 70	I	See footnote <sup>(3)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/16/2010	Common Stock	168,900	\$ 110	I	See footnote <sup>(2)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/17/2009	Common Stock	590,700	\$ 100	I	See footnote <sup>(2)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/17/2009	Common Stock	205,600	\$ 105	I	See footnote <sup>(2)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/17/2009	Common Stock	608,500	\$ 110	I	See footnote <sup>(2)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/16/2010	Common Stock	50,000	\$ 150	I	See footnote <sup>(3)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/17/2009	Common Stock	20,000	\$ 95	I	See footnote <sup>(3)</sup>
Options to Buy Common Stock (Short Position)	04/07/2008	01/17/2009	Common Stock	25,000	\$ 100	I	See footnote <sup>(3)</sup>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
J P MORGAN CHASE & CO 270 PARK AVENUE NEW YORK, NY 10017	Â	Â X	Â	Â

## Signatures

/s/ Anthony J. Horan 04/15/2008

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Includes the indirect beneficial ownership of 300 shares owned by J. P. Morgan Ventures Corporation, 415,768 shares owned by J. P. Morgan Whitefriars Inc. and 1,652 shares owned by J. P. Morgan Securities Inc., all wholly owned subsidiaries of the Reporting Person.
- (2) Beneficial ownership of this position is held by J.P. Morgan Securities Inc., a wholly owned subsidiary of the Reporting Person.
- (3) Beneficial ownership of this position is held by J.P. Morgan Whitefriars, a wholly owned subsidiary of the Reporting Person.

^

### Remarks:

This Form 3 is the first of two Form 3s being filed to reflect Reporting Person's initial beneficial

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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