

BEAR STEARNS COMPANIES INC

Form 424B5

October 10, 2006

Title of Each Class of Securities Offered	Maximum Aggregate Offering Price	Amount of Registration Fee(1)
Medium-Term Notes, Series B	\$50,000,000	\$5,350

(1) Calculated in accordance with Rule 457(r) of the Securities Act of 1933, as amended. The filing fee of \$5,350 is being paid in connection with the registration of these Medium-Term Notes, Series B.

PRICING SUPPLEMENT NO. 3

Rule 424(b)(5)

DATED: October 4, 2006

File No. 333-136666

(To Prospectus dated August 16, 2006,
and Prospectus Supplement dated August 16, 2006)

THE BEAR STEARNS COMPANIES INC.
Medium-Term Notes, Series B

Principal Amount: \$50,000,000	Floating Rate Notes <input checked="" type="checkbox"/>	Book Entry Notes <input checked="" type="checkbox"/>
Original Issue Date: 10/10/2006	Fixed Rate Notes <input type="checkbox"/>	Certificated Notes <input type="checkbox"/>
Maturity Date: 10/10/2008	CUSIP#: 073928R70	
Option to Extend Maturity:	No <input checked="" type="checkbox"/>	
	Yes <input type="checkbox"/>	Final Maturity Date:

<u>Redeemable On</u>	<u>Redemption Price(s)</u>	<u>Optional Repayment Date(s)</u>	<u>Optional Repayment Price(s)</u>
N/A	N/A	N/A	N/A

Applicable Only to Fixed Rate Notes:

Interest Rate:

Interest Payment Dates:

Applicable Only to Floating Rate Notes:

Interest Rate Basis:

- Commercial Paper Rate
- Federal Funds Effective Rate
- Federal Funds Open Rate
- Treasury Rate

- LIBOR Reuters
- LIBOR Telerate
- Prime Rate
- CMT Rate

Initial Interest Rate: 5.36%

Index Maturity: N/A

Spread (plus or minus): +0.11%

Maximum Interest Rate: N/A

Minimum Interest Rate: N/A

Interest Reset Date(s): Daily

Interest Reset Period: On the same business day as each Interest Reset Date

Interest Payment Date(s): *

Interest Payment Period: Quarterly

* Commencing January 10, 2007 and on the 10th of each July, October, January and April thereafter, up to and including the maturity date.

The distribution of Notes will conform to the requirements set forth in Rule 2720 of the NASD Conduct Rules.