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BEAR STEARNS COMPANIES INC

Form 424B3

October 18, 2002

PRICING SUPPLEMENT NO. 38

Rule 424(b)(3)

DATED: October 15, 2002

File No. 333-76894

(To Prospectus dated January 25, 2002,

and Prospectus Supplement dated January 25, 2002)

\$10,006,693,162
THE BEAR STEARNS COMPANIES INC.
MEDIUM-TERM NOTES, SERIES B

Principal Amount: \$10,000,000 Floating Rate Notes [x] Book Entry Notes [x]

Original Issue Date: 10/18/2002 Fixed Rate Notes [] Certificated Notes []

Maturity Date: 1/13/2006 CUSIP#: 073928XU2

Option to Extend Maturity: No [x]

Yes [] Final Maturity Date:

Redeemable On	Redemption Price(s)	Optional Repayment Date(s)	Optional Repayment Price(s)
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: Maximum Interest Rate: N/A

[] Commercial Paper Rate Minimum Interest Rate: N/A

[] Federal Funds Effective Rate

[] Federal Funds Open Rate Interest Reset Date(s): *

[] Treasury Rate Interest Reset Period: Quarterly

[x] LIBOR Telerate

[] Prime Rate

[] CMT Rate

Initial Interest Rate: 2.5225% Interest Payment Period: Quarterly

Index Maturity: Three Months

Spread (plus or minus): +0.70%

^{*} On the 13th of each January, April, July and October prior to Maturity.

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** On the 13th of each January, April, July and October, including the maturity date.

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