Edgar Filing: EBERSTADT WALTER A - Form 4

	T WALTER A										
Form 4	2005										
Washington, D.C. 20549 Number:								OMB	PROVAL 3235-0287		
								January 31, 2005 verage			
(Last)	Address of Reporting OT WALTER A (First) (N FRERES & CO LI ELLER PLAZA	Sy El Tl Middle) 3. (M	ymbol MERG ELECC NC/NE	ING MA DMMUN W [ETF] Earliest Tr ay/Year)	-	-	JND	_X_ Director	all applicable) Owner	
				nendment, Date Original fonth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
NEW YOR	K, NY 10020						-	Form filed by Mo Form filed by Mo Person			
(City)	(State)	(Zip)	Table	e I - Non-E	Derivative S	ecuriti	ies Acqui	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ate, if Year)	3. Transactio Code (Instr. 8) Code V		d of (D		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/27/2005			Р	103.923	A	\$ 11.98	182.887	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	Number Expiration Date f (Month/Day/Year) Derivative ecurities ecurities scquired A) or Disposed f (D) Figure 1		Amou Unde Secur	le and unt of rlying tities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Edgar Filing: EBERSTADT WALTER A - Form 4

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
EBERSTADT WALTER A LAZARD FRERES & CO LLC 30 ROCKERFELLER PLAZA NEW YORK, NY 10020	Х							
Signatures								
Stephanie Seiden, As Attorney-in-fact		12/29/2005						
**Signature of Reporting Person		Date						
Explanation of Responses:								

* If the form is filed by more than one reporting person, *see* Instruction 4(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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.