

GOODRICH PETROLEUM CORP
Form SC 13G
February 15, 2008

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.)

Goodrich petroleum Corp New
(Name of Issuer)

Common Stock
(Title of Class of Securities)

382410405
(CUSIP Number)

December 31, 2007
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule
pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-(c)

Rule 13d-1(d)

The remainder of this cover page shall be filled
out for a reporting persons initial filing on this
form with respect to the subject class of securities,
and for any subsequent amendment containing
information which would alter the disclosures
provided in a prior cover page.

The information required in the remainder of this
cover page shall not be deemed to be "filed"
for the purpose of Section 18 of the Securities
Exchange Act of 1934 or otherwise subject to
the liabilities of that section of the Act but shall be
subject to all other provisions of the Act
(however, see the Notes).

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1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

The Bear, Stearns Companies Inc.
IRS# 13-3286161

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See instructions)

(a)
(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

| | | |
|--------------|----|--------------------------|
| NUMBER OF | 5. | SOLE VOTING POWER |
| SHARES | | 1,542,458 |
| BENEFICIALLY | 6. | SHARED VOTING POWER |
| OWNED BY | | 288,616 |
| EACH | 7. | SOLE DISPOSITIVE POWER |
| REPORTING | | 1,542,458 |
| PERSON | 8. | SHARED DISPOSITIVE POWER |
| WITH | | 288,616 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,831,074

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.20%

12. TYPE OF REPORTING PERSON*

HC, CO

CUSIP No. 382410405 13G Page 3 of 6 Pages

1. NAME OF REPORTING PERSONS

I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (ENTITIES ONLY)

Bear, Stearns & Co., Inc.
IRS# 13-3604093

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See instructions)

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(a)

(b)

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

| | | |
|--------------|----|--------------------------|
| NUMBER OF | 5. | SOLE VOTING POWER |
| SHARES | | 1,542,458 |
| BENEFICIALLY | 6. | SHARED VOTING POWER |
| OWNED BY | | 288,616 |
| EACH | 7. | SOLE DISPOSITIVE POWER |
| REPORTING | | 1,542,458 |
| PERSON | 8. | SHARED DISPOSITIVE POWER |
| WITH | | 288,616 |

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,831,074

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.20%

12. TYPE OF REPORTING PERSON*

BD

CUSIP No. 382410405 13G Page 4 of 6 Pages

Item 1(a). Name of Issuer is Goodrich Petroleum Corp New(the Issuer).

Item 1(b). The principal executive office of the Issuer is located at 808 Travis, Suite 1320, Houston, Texas 77002

Item 2(a). The names of persons filing this statement is The Bear, Stearns Companies Inc.(the Filer). Bear, Stearns & Co., Inc.

Item 2(b). The principal business office of the Filer is located at 383 Madison Avenue, New York, New York 10179.

Item 2(c). The Filer is Incorporated in Delaware.

Item 2(d). This statement relates to shares of common stock &

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convertible Bonds of the Issuer.

Item 2(e). The CUSIP number of the Securities is 382410405.

Item 3. If this statement is filed pursuant to 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C.78o).
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
- (h) A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) Group, in accordance with 240.13d-1(b)(1)(ii)(J).

If this statement is filed pursuant to 240.13d-1(c), check this box.

CUSIP No. 382410405 13G Page 5 of 6 Pages

Item 4. Ownership as of December 31, 2007

- (a) 1,831,074
- (b) 5.20%
- (c) 1,831,074
 - (i) 1,542,458
 - (ii) 288,616
 - (iii) 1,542,458
 - (iv) 288,616

Item 5. Ownership of Five Percent or Less of a Class.

Not Applicable

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Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

Not Applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company. Bear, Stearns & Co., Inc. is a wholly owned subsidiary of The Bear, Stearns Companies Inc.

Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and not held for the purpose of or with the effect of changing or influencing the control of the Issuer of the Securities and were not acquired and are not held in connection with or as a participant in any transaction having such purpose or effect.

CUSIP No. 382410405 13G Page 6 of 6 Pages

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct

Date: February 14, 2008

THE BEAR STEARNS COMPANIES INC.

By: _____/S/_____

Name: Kenneth L. Edlow
Title: Secretary

Bear Stearns & Co., Inc.

By: _____/S/_____

Name: Michael Lloyd
Title: Senior Managing Director

