

BEARINGPOINT INC
Form POS AM
November 01, 2004

As filed with the Securities and Exchange Commission on November 1, 2004

Registration No. 333-100199

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

POST-EFFECTIVE AMENDMENT NO. 3 TO FORM S-3 ON FORM S-1

REGISTRATION STATEMENT

Under

THE SECURITIES ACT OF 1933

BEARINGPOINT, INC.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

54161
(Primary Standard Industrial
Classification Code Number)

22-3680505
(I.R.S. Employer
Identification No.)

1676 International Drive

McLean, VA 22102

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(703) 747-3000

(Address, including zip code, and telephone number, including area code, of registrants principal executive offices)

David W. Black, Esq.

Executive Vice President, General Counsel and Secretary

1676 International Drive

McLean, VA 22102

(703) 747-3000

(Name, address, including zip code, and telephone number, including area code, of agent for service)

Copies to:

Richard A. Steinwurtzel, Esq.

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Washington, D.C. 20004-2505

(202) 639-7000

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On September 30, 2002, BearingPoint, Inc. (the Company) filed a Registration Statement on Form S-3, Registration Statement No. 333-100199, as amended by Amendment No. 1 to Form S-3 filed on October 17, 2002, Post-Effective Amendment No. 1 to Form S-3 on Form S-1 filed on May 4, 2004 and Post-Effective Amendment No. 2 to Form S-3 on Form S-1 filed on June 8, 2004 (as amended, the Registration Statement) pertaining to 16,501,650 shares of its common stock, par value \$.01 per share, held by a selling stockholder for resale by such stockholder. Pursuant to an undertaking made in Item 17 of the Registration Statement, the Company hereby removes from registration all of the shares of its common stock registered pursuant to the Registration Statement that have not been sold as of the time of filing of this Post-Effective Amendment No. 3.

Item 16(a). Exhibits

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|--------------------|
| 24.1 | Power of Attorney |

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant has duly caused this Post-Effective Amendment No. 3 to Form S-3 on Form S-1 Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of McLean, Commonwealth of Virginia, on November 1, 2004.

BEARINGPOINT, INC.

By: */s/ Randolph C. Blazer*
Randolph C. Blazer

**Chairman of the Board, Chief Executive Officer
and President**

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons on November 1, 2004 in the capacities indicated below.

| <u>Signature</u> | <u>Title</u> |
|--|---|
| <i>/s/ Randolph C. Blazer</i> <hr/> Randolph C. Blazer | Chairman of the Board, Chief Executive Officer and President (Principal Executive Officer) |
| <i>/s/ Robert S. Falcone</i> <hr/> Robert S. Falcone | Vice President and Chief Financial Officer (Principal Financial and Accounting Officer) |
| * <hr/> Douglas C. Allred | Director |
| Betsy J. Bernard | Director |
| * <hr/> Wolfgang Kemna | Director |
| Albert L. Lord | Director |
| * <hr/> Roderick C. McGeary | Director |
| * <hr/> Alice M. Rivlin | Director |

Director

J. Terry Strange

***By:**

/s/ David W. Black
David W. Black
as Attorney-in-Fact

Exhibit Index

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