

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

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (date of earliest event reported): **October 19, 2005**

JPMORGAN CHASE & CO.

(Exact name of registrant as specified in its charter)

Delaware
(State or other
jurisdiction of
incorporation)

1-5805
(Commission File
Number)

13-2624428
(IRS Employer
Identification Number)

270 Park Avenue, New York, NY
(Address of Principal Executive Office)

10017
(Address of Principal
Executive Office)

Registrant's telephone number, including area code: (212) 270-6000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

(b) On October 19, 2005, Registrant announced that James Dimon, currently President and Chief Operating Officer of Registrant, will succeed William B. Harrison, Jr., as Chief Executive Officer, effective December 31, 2005. Mr. Harrison will continue as Chairman of the Board. A copy of the Registrant's news release dated October 19, 2005, announcing the change is attached as Exhibit 99.1 to this Current Report on Form 8-K and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

99.1 Registrant's news release dated October 19, 2005 announcing that James Dimon will succeed William B. Harrison, Jr. as Chief Executive Officer.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

JPMORGAN CHASE & CO.

By: /s/ Anthony J. Horan
Name: Anthony J. Horan
Title: Corporate Secretary

Date: October 19, 2005

EXHIBIT INDEX

99.1 Registrant's news release dated October 19, 2005 announcing that James Dimon will succeed William B. Harrison, Jr. as Chief Executive Officer.

JPMorgan Chase & Co.
270 Park Avenue, New York, NY 10017-2070
NYSE symbol: JPM
www.jpmorganchase.com

News release: IMMEDIATE

Dimon to succeed Harrison as JPMorgan Chase CEO on December 31, 2005; merger integration proceeding well

New York, October 19, 2005 - The Board of Directors of JPMorgan Chase & Co. (NYSE: JPM) announced today that James Dimon, 49, currently President and COO, will succeed Chairman and Chief Executive Officer William B. Harrison, Jr., 62, at year end as CEO. Mr. Harrison will continue as Chairman of the Board. The change will take place about six months earlier than planned given the good progress made on successfully integrating the JPMorgan Chase and Bank One merger.

Commenting on the change, Mr. Harrison said, "With many of our merger milestones completed and financial performance improving significantly, I recommended to the Board that we accelerate the transition. I'm looking forward to doing whatever I can to support Jamie and the senior leadership team as we realize the potential of this outstanding company."

Mr. Dimon added, "Bill Harrison has been a great partner through this transition, and I look forward to his support and counsel in the future. I am very excited about the opportunity to lead this great institution."

About JPMorgan Chase

JPMorgan Chase & Co. (NYSE: JPM) is a leading global financial services firm with assets of \$1.2 trillion and operations in more than 50 countries. The firm is a leader in investment banking, financial services for consumers and businesses, financial transaction processing, asset and wealth management, and private equity. A component of the Dow Jones Industrial Average, JPMorgan Chase & Co. has its corporate headquarters in New York and its U.S. consumer and commercial banking headquarters in Chicago. Under the JPMorgan, Chase and Bank One brands, the firm serves millions of consumers in the United States and many of the world's most prominent corporate, institutional and government clients. Information about the firm is available at www.jpmorganchase.com.

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