

P 40744

Florida Department of State
Division of Corporations
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REGISTERED AGENT CHANGE

TELLABS OPERATIONS, INC.

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RA Change
12-28-06

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH
FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: Tellabs Operations, Inc.
2. The principal office address: 1415 West Diehl Rd, #119, Naperville, Illinois 60563.
3. The mailing address (if different): _____
4. Date of incorporation/qualification: 9/22/92 Document number: P40744
5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

The Prentice-Hall Corporation

1201 Hays Street

Tallahassee, Florida 32301

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

C T Corporation System

c/o C T Corporation System, 1200 South Pine Island Road

(P.O. Box NOT acceptable)

Plantation, Florida 33324

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Jelle Papousek
(Signature of an officer or director)

Jelle Papousek
(Printed or typed name and title)

Attorney-in-Fact

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

By: Jelle Papousek
(Signature of Registered Agent)

12/27/06
(Date)

If signing on behalf of an entity:

Sarah B. Ayala

Assistant Secretary

(Typed or Printed Name)

*** FILING FEE: \$35.00 ***

MAKE CHECKS PAYABLE TO FLORIDA DEPARTMENT OF STATE
MAIL TO: DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314

CR2E045 (8/05)

PL005 - 09/14/2004 C T System Online

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POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Tellabs, Inc. a corporation incorporated under the laws of Delaware, on behalf of itself and its corporate affiliates (individually and collectively, the "Corporation"), does hereby appoint Joelle Papousek and Keith Bossier as attorney-in-fact for the Corporation to act for the Corporation and in the Corporation's name for the limited purposes authorized herein.

The Corporation, having taken all necessary steps to authorize the changes, hereby grants its attorney-in-fact the power to execute the documents necessary to change the Corporation's registered agent and registered office, or the agent and office of similar import, in any state, county, circuit court or local jurisdiction.

This Power of Attorney expires when revoked by the Corporation.

IN WITNESS WHEREOF the undersigned has executed this Power of Attorney on this 16th day of November, 2006.

Tellabs, Inc.



James M. Sheehan

Executive Vice President and Chief Administrative Officer, General Counsel and Secretary

State of Illinois
County of DuPage

On November 16, 2006, before me, the undersigned, a Notary Public in and for said State, personally appeared James M. Sheehan, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me he executed the same in his authorized capacity, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed this instrument.

Witness my hand and official seal

Paul M. Liebenson, Notary Public

