


**2004 FOR PROFIT CORPORATION ANNUAL REPORT**

**FILED**  
**Apr 29, 2004 8:00 am**  
**Secretary of State**

04-29-2004 90342 036 \*\*\*150.00

<b>DOCUMENT # 828088</b> 1. Entity Name <b>NORTEL NETWORKS INC.</b>		
Principal Place of Business <b>4006 E. CHAPEL HILL NELSON</b> <b>DURHAM, NC 27709 US</b>		Mailing Address <b>18006 SKYPARK CIRCLE 106</b> <b>IRVINE, CA 92614 US</b>
2. Principal Place of Business <b>4001 E. Chapel Hill Nelson</b> Suite, Apt. #, etc. <p style="text-align: center;"><b>Hwy.</b></p>	3. Mailing Address <b>18006 Skypark Circle, #106</b> Suite, Apt. #, etc.	
City & State <b>Research Triangle Park, NC</b>	City & State <b>Irvine, CA 92614</b>	4. FEI Number <b>04-2486332</b>
Zip <b>27709</b>	Country <b>USA</b>	Applied For Not Applicable
Zip <b>92614</b>	Country <b>USA</b>	5. Certificate of Status Desired <input type="checkbox"/> <b>\$8.75 Additional Fee Required</b>
6. Name and Address of Current Registered Agent <b>CT CORPORATION SYSTEM</b> <b>1200 S. PINE ISLAND ROAD</b> <b>PLANTATION, FL 33324</b>		
7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City <p style="text-align: right;"><b>FL</b> Zip Code</p>		
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.		
SIGNATURE _____ DATE _____ <small>Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating)</small>		
<b>FILE NOW!!! FEE IS \$150.00</b> <b>After May 1, 2004 Fee will be \$550.00</b>	9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/> <b>\$5.00</b> May Be Added to Fees	
10. OFFICERS AND DIRECTORS		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS EGAN, LYNN C 200 ATHENS WAY NASHVILLE, TN 372281397	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	P CROSS, MARY M 200 ATHENS WAY NASHVILLE, TN 37228	<input type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP ASHBY, ROBERT 200 ATHENS WAY NASHVILLE, TN 37228	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS SCHECTER, ROGER A. 200 ATHENS WAY NASHVILLE, TN	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	T ASHBY, ROBERT L 200 ATHENS WAY NASHVILLE, TN	<input checked="" type="checkbox"/> Delete
TITLE NAME STREET ADDRESS CITY-ST-ZIP	PSPS DONAHEE, GARY R 2221 LAKESIDE BLVD. RICHARDSON, TX 750824399	<input checked="" type="checkbox"/> Delete
11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	220 Athens Way Nashville, TN 37228-1397	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	4001 E. Chapel Hill Nelson Hwy. Research Triangle Park, NC 27709	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	VP Laurie A. Krebs 4001 E. Chapel Hill Nelson Hwy. Research Triangle Park, NC 27709	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Ernest R. Higginbotham 2221 Lakeside Blvd. Richardson TX 75082-4399	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Treasurer Monica L. Lester 220 Athens Way Nashville, TN 37228-1397	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Addition
TITLE NAME STREET ADDRESS CITY-ST-ZIP	AS Ernest R. Higginbotham 2221 Lakeside Blvd. Richardson TX 75082-4399	<input type="checkbox"/> Change <input type="checkbox"/> Addition
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.		
SIGNATURE: <u>Laurie A. Krebs</u> <u>4/26/04</u> <small>SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR Date Daytime Phone #</small>		

*Attachment*

*14014505*  
*# 828088*

**Nortel Networks Inc.**  
**FEIN: 04-2486332**  
**List of Officers and Directors**  
**as of December 31, 2003**

**Current Directors**

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Cross, Mary McGehee                      4001 E. Chapel Hill - Nelson Hwy  
RTP, NC 27709

Stevenson, Katharine Berghuis              8200 Dixie Road Suite 100  
~~Brampton, Ontario L6T 5P6~~

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**Current Officers**

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<b>Name</b>	<b>Address</b>
Cross, Mary McGehee President	4001 E. Chapel Hill - Nelson Hwy RTP, NC 27709
Krebs, Laurie Ann Vice-President, Tax	4001 E. Chapel Hill - Nelson Hwy RTP, NC 27709
Stout, Allen K. Vice-President, Finance	220 Athens Way Nashville, TN 37228-1397
LaSalle, William Joseph Secretary	8200 Dixie Road Suite 100 Brampton, Ontario L6T 5P6
<del>Ester, Monica Lynne</del> Treasurer	<del>220 Athens Way</del> <del>Nashville, TN 37228-1397</del>
Egan, Lynn C. Assistant Secretary	220 Athens Way Nashville, TN 37228-1397
Higginbotham, Ernest Ryan Assistant Secretary	2221 Lakeside Blvd Richardson, Texas 75082-4399
Gigliotti, Thomas Andrew Assistant Secretary	4006 E. Chapel Hill - Nelson Hwy RTP, NC 27709

Attachment

828088

14014505

Knudsen, Paul T.  
Assistant Secretary

5405 Windward Parkway  
Alpharetta, GA 30004

Noble, Deborah Jean  
Assistant Secretary

8200 Dixie Road Suite 100  
Brampton, Ontario L6T 5P6