2005 FOR PROFIT CORPORATION ANNUAL REPORT

SIGNATURE:

RE AND TYPED OR PRINTED NAME OF

Secretary of State DOCUMENT # F00000006766 01-19-2005 90006 027 ***150.00 1. Entity Name AGERE SYSTEMS INC. Mailing Address Principal Place of Business 50003615 1110 AMERICAN PARKWAY NE 1110 AMERICAN PARKWAY NE ROOM 12D 325D ROOM 12D 325D ALLENTOWN, PA 18109 ALLENTOWN, PA 18109 2. Principal Place of Business 3. Mailing Address Suite, Apt. #, etc. Suite, Apt. #, etc. 01062005 Chg-P CR2E034 (10/03) City & State City & State 4. FEI Number Applied For 22-3746606 Not Applicable Zip Zip Country Country \$8.75 Additional 5. Certificate of Status Desired 7. Name and Address of New Registered Agent. 6. Name and Address of Current Registered Agent... CORPORATION SERVICE COMPANY Street Address (P.O. Box Number is Not Acceptable) 1201 HAYS STREET TALLAHASSEE, FL 32301-2525 City Zip Code 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 Signature, typed or printed name of registered agent and title if applicable. (NOTE: Registered Agent signature required when reinstating) DATE FILE NOW!!! FEE IS \$150.00 After May 1, 2005 Fee will be \$550.00 9. Election Campaign Financing \$5.00 May Be Trust Fund Contribution. Added to Fees 10. OFFICERS AND DIRECTORS ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11 11. **PCEO** TITLE Delete TITLE Change ☐ Addition DICKSON, JOHN T NAME NAME STREET ADDRESS STREET ADDRESS 1110 AMERICAN PARKWAY NE CITY-ST-ZIP CITY-ST-ZIP ALLENTOWN, PA 18109 **EVP** Delete EVP TITLE TITLE Addition ☐ Change KOlly, PEtER BLACK, RONALD D NAME NAME 1110 AMERICAN PANKNAY NE 1110 AMERICAN PARKWAY NE STREET ADDRESS STREET ADDRESS CITY-ST-ZIP AllEntoNA PA 18109 CITY-ST-ZIP ALLENTOWN, PA 18109 TITLE **VCFO** ☐ Delete TITLE ☐ Addition Channe GAMBLE, JOHN U JR NAME NAME GANDLE JOHN W JR. STREET ADDRESS STREET ADDRESS 1110 AMERICAN PARKWAY NE CITY-ST-ZIP ALLENTOWN, PA 18109 CITY-ST-ZIP **EVPI** ☐ Defete TITLE TITLE Change ☐ Addition KHAN, SOHAIL A NAME NAME STREET ADDRESS 1110 AMERICAN PARKWAY NE STREET ADDRESS CITY-ST-ZIP ALLENTOWN, PA 18109 CITY-ST-ZIP TITLE ☐ Delete VPT Change TITLE ☐ Addition HENNINGSEN, GARY A JR NAME 1110 AMERICAN PARKWAY NE STREET ADDRESS STREET ADDRESS CITY-ST-ZIP ALLENTOWN, PA 18109 CITY-ST-ZIP TITLE **EVPS** Delete TITLE Change ☐ Addition NAWAZ, AHMAD NAME 1110 AMERICAN PARKWAY NE STREET ADDRESS STREET ADDRESS ALLENTOWN, FL 18109 CITY-ST-ZIP 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.

FILED Jan 19, 2005 8:00 am

ATTACHMENT F00000006766

Agere Systems, Inc.
Officers/Directors

50003675

Directors

John T. Dickson 1110 American Parkway NE Allentown, PA 18109

Rae F. Sedel 1110 American Parkway NE Allentown, PA 18109

Harold A. Wagner 1110 American Parkway NE Allentown, PA 18109

Richard L. Clemmer 1110 American Parkway NE Allentown, PA 18109

Richard S. Hill 1110 American Parkway NE Allentown, PA 18109

Thomas P. Salice 1110 American Parkway NE Allentown, PA 18109

Arun Netravali 1110 American Parkway NE Allentown, PA 18109

Officers

John T. Dickson

President and Chief Executive Officer

1110 American Parkway NE Allentown, PA 18109

Peter Kelly

Executive Vice President 1110 American Parkway NE Allentown, PA 18109

John W. Gamble Jr.

Executive Vice President and Chief Financial Officer 1110 American Parkway NE Allentown, PA 18109

AITACHMENT

Sohail A. Khan Executive Vice President

1110 American Parkway NE

Allentown, PA 18109

Ahmed Nawaz Executive Vice President

1110 American Parkway NE

Allentown, PA 18109

Kevin Pennington Senior Vice President

1110 American Parkway NE

Allentown, PA 18109

Jean F. Rankin Senior Vice President, General Counsel

and Secretary

1110 American Parkway NE

Allentown, PA 18109

Gary Wojtaszek Vice President, Corporate Controller

1110 American Parkway NE

Allentown, PA 18109

Paul Bento Vice President and Assistant Secretary

1110 American Parkway NE

Allentown, PA 18109

Gary A. Henningsen, Jr. Vice President Tax and Treasurer

1110 American Parkway NE

Allentown, PA 18109

Anthony Grillo Vice President

1110 American Parkway NE

Allentown, PA 18109

Richard Bleicher Assistant Secretary

1110 American Parkway NE

Allentown, PA 18109

Jonathon Gilbert Assistant Secretary

5 Oak Way

Berkeley Heights, NJ 07922

Joseph A. Vitale Assistant Secretary

1110 American Parkway NE

Allentown, PA 18109

Deborah W. Ferguson Assistant Secretary

1110 American Parkway NE

ALIACHMENT

Agere Systems, Inc. # F00000001766

Allentown, PA 18109

500036/5

Jane M. Giannone

Assistant Secretary

1110 American Parkway NE

Allentown, PA 18109

Joellen Schumacher

Assistant Secretary

5 Oak Way

Berkeley Heights, NJ 07922

Paul Dumas

Assistant Secretary

1110 American Parkway NE

Allentown, PA 18109

Charles Novak

Assistant Treasurer

1110 American Parkway NE

Allentown, PA 18109

Tejal Karia

Assistant Treasurer

1110 American Parkway NE

Allentown, PA 18109