IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

ALCATEL USA RESOURCES, INC., a Delaware Corporation, and ALCATEL INTERNETWORKING, INC., a California Corporation,	)	
Plaintiffs,	)	Civil Action No. 05-418-SLR
v.	)	
FOUNDRY NETWORKS, INC., a Delaware Corporation,	)	
Defendant.	)	

FOUNDRY NETWORKS, INC.'S MOTION FOR
LEAVE TO FILE AMENDED ANSWER AND COUNTERCLAIM

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(As to Count I only)

Dated: August 25, 2006

Defendant Foundry Networks, Inc. ("Foundry") submits this motion for leave to file Amended Answer and Counterclaim pursuant to Fed. R. Civ. P. 15(a) for the reasons set forth in the accompany Opening Brief in Support of its Motion for Leave to File Amended Answer and Counterclaim.

A copy of Foundry's proposed Amended Answer and Counterclaim is attached hereto as Exhibit A. A black-lined copy of Foundry's proposed Amended Answer and Counterclaim showing the changes from the original Answer pursuant to Local Rule 15.1 is attached hereto as Exhibit B.

WHEREFORE, Foundry respectfully requests that the Court grant its motion and enter the proposed Order attached hereto as Exhibit C.

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Dated: August 25, 2006
747483

By: /s/ Philip A. Rovner

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CERTIFICATE OF SERVICE

I, Philip A. Rovner, hereby certify that on August 25, 2006, the within document was filed with the Clerk of the Court using CM/ECF which will send notification of such filing(s) to the following; that the document was served on the following counsel as indicated; and that the document is available for viewing and downloading from CM/ECF.

BY HAND DELIVERY AND E-MAIL

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I hereby certify that on August 25, 2006 I have sent by E-mail and Federal Express the foregoing document to the following non-registered participant:

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