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.	)	(JURY TRIAL DEMANDED)
FOUNDRY NETWORKS, INC., a Delaware Corporation,	)	
Defendant.	)	

DECLARATION OF BART VAN DEN BROEK

Philip A. Rovner (#3215)
POTTER ANDERSON & CORROON LLP
Hercules Plaza
P.O. Box 951
Wilmington, Delaware 19899
(302) 984-6000
E-mail: provner@potteranderson.com

OF COUNSEL:

Henry C. Bunsow
K. T. Cherian
HOWREY LLP
525 Market Street, Suite 3600
San Francisco, CA 94105
(415) 848-4900

Attorneys for Count II
Defendant and Counterclaimant
Foundry Networks, Inc.

Dated: September 22, 2005

DECLARATION OF BART VAN DEN BROEK

I, Bartholomeus Johannes (Bart) van den Broek, declare as follows.

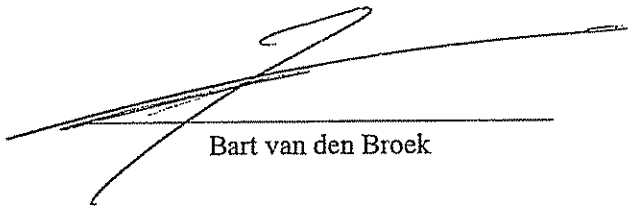
1. I am a partner in the Amsterdam office of Howrey LLP ("Howrey"). I submit this declaration in connection with Howrey's opposition to the motion of Alcatel USA Resources, Inc. and Alcatel International Networking, Inc. to disqualify Howrey as counsel for Foundry Networks, Inc. in *Alcatel USA Resources, Inc. et al. v. Foundry*, No. 05 418-SLR, pending in the United States District Court for the District of Delaware. I have personal knowledge of the following facts and could testify competently about them if asked to do so.

2. In two patent actions currently pending in Europe Howrey represents clients adverse to Alcatel. In The Netherlands Howrey represents Koninklijke KPN N.V. against Alcatel N.V., Alcatel Telecom Nederland B.V. and two of its Dutch distributors in proceedings on the merits before the District Court The Hague (*Rechtbank 's-Gravenhage*), docket number 2005/1483. Those proceedings concern claims adverse to Alcatel et. al. on European patent EP 0 416 685. In France, Howrey represents Koninklijke KPN N.V. against Alcatel SA and Evolium SAS in proceedings on the merits before the Tribunal de Grande Instance de Paris, docket number 05/05509. Those proceedings concern claims of infringement against Alcatel et. al. on European patents EP 0 416 685 and EP 0 421 535.

3. Alcatel has not objected to Howrey's representation of clients adverse to Alcatel in either of these proceedings.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 21 day of September, 2005 in Amsterdam, The Netherlands.



Bart van den Broek

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

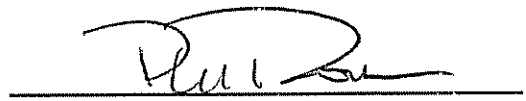
I, Philip A. Rovner, hereby certify that on September 22, 2005, the within document was filed with the Clerk of the Court using CM/ECF which will send notification of such filing(s) to the following; that the document was served on the following counsel as indicated; and that the document is available for viewing and downloading from CM/ECF.

BY HAND DELIVERY

Josy W. Ingersoll, Esq.
Adam W. Poff, Esq.
Young Conaway Stargatt & Taylor, LLP
The Brandywine Building
1000 West Street, 17th Floor
Wilmington, DE 19899-0391

I hereby certify that on September 22, 2005 I have sent by Federal Express the foregoing document to the following non-registered participant:

Timothy J. Haller, Esq.
Niro, Scavone, Haller & Niro
181 W. Madison Street, Suite 4600
Chicago, IL 60602



Philip A. Rovner (#3215)
Potter Anderson & Corroon LLP
Hercules Plaza
P.O. Box 951
Wilmington, Delaware 19899
(302) 984-6000
E-mail: provner@potteranderson.com