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, v. FOUNDRY NETWORKS, INC., a Delaware corporation, Defendant.	**CONFIDENTIAL FILED UNDER SEAL PURSUANT TO PROTECTIVE ORDER** Civil Action No. 05-418-SLR (JURY TRIAL DEMANDED) **PUBLIC VERSION**

DECLARATION OF KEN CHENG IN SUPPORT OF DEFENDANT FOUNDRY NETWORKS, INC.'S RESPONSIVE SUBMISSION ADDRESSING SCOPE OF DISCOVERY RE: FOUNDRY PRODUCTS

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Attorneys for Defendant/Counterclaimant Foundry Networks, Inc.

(As to Count I only)

Dated: August 25, 2006

Public Version: September 1, 2006

I, Ken Cheng, declare:

1. I am the Vice President and General Manager, High End and Service Provider Systems Business Unit for Foundry Networks, Inc.("Foundry"). I have worked for Foundry continuously since July 1998. I have been a vice president during my entire time at Foundry. For the last four years, my responsibilities have included some product development responsibilities, and before that I had marketing responsibilities that required an understanding of Foundry's products. I have a B.S. degree in Applied Mathematics and Engineering from Queens University, Ontario, Canada. I have personal knowledge of the facts stated herein, except where otherwise stated, and I could and would testify competently to those facts if called as a witness.

2. Foundry designs and sells data networking devices commonly known as "switches" and "routers" that receive and transmit electronic data.

3. A switch or router uses a combination of hardware and software to perform its functions. The hardware consists of a series of computer chips called a "chipset," the connections between them, associated memory devices, and other physical elements. The overall set of physical components is sometimes referred to as the hardware "architecture," of which the chipset is the most significant component.

Foundry Hardware

4. Beginning in 1998, Foundry developed three hardware architectures that were given the marketing names IronCore™, JetCore™, and Terathon™. Foundry sold a series of products with each architecture. IronCore™ products include the FastIron II, II+, and III, among others. JetCore™ products include the BigIron 4000, 8000, and

15000, the FastIron 400, 800, and 1500, and the NetIron 400, 800, 1500, among others. Terathon™ products include the BigIron MG8 and the NetIron 40G and IMR 640.

5. Foundry designed the computer chips that comprise the IronCore™, JetCore™, and Terathon™ chipsets in their entirety. Each chipset differs in certain ways from its predecessors, with the purpose of giving products with the newer architectures enhanced capabilities, but this was an evolutionary process and certain principles and technologies remained consistent throughout all three chipsets.

6. Foundry's BigIron RX product is not an IronCore™, JetCore™, or Terathon™ product. The BigIron RX was developed more recently than the products with those architectures.

REDACTED

7. Attached hereto as Exhibit A is a copy of a document that appears to be taken from Foundry's web site. It describes the "BigIron product family" including "BigIron RX, MG8, 4000, 8000, and 15000." That list includes JetCore™ products (BigIron 4000, 8000, 15000), a Terathon™ product (BigIron MG8), and the BigIron RX, which is neither JetCore™ nor Terathon™. The first sentence of this document states: "The BigIron product family now includes the powerful Terathon™ ASIC-based architecture, to deliver a new level of high-performance, distributed switching and routing for enterprise and service provider networks." The second sentence states: "The

newest family member, BigIron RX-Series redefines terabit-capacity for routing and switching in the Enterprise and Service Provider environments." These two sentences discuss different products. The first sentence discusses the BigIron MG8, which is the only BigIron product with the Terathon™ architecture. The second sentence discusses the BigIron RX, which is not a Terathon™ product.

8. Foundry also sells a series of products called EdgeIron.

REDACTED

9. Foundry also sells products called NetIron XMR and MLX. These products are not IronCore™, JetCore™, or Terathon™ products.

REDACTED

Foundry Software

10. As mentioned above, Foundry's products also include software. The software that resides on the Foundry switches and routers is product-specific. First, the content and feature sets are product-specific. In addition, even though some products with different hardware architectures share some software features and consequently some of the same "high level" code, the products require separate "hardware abstraction layer" software that essentially translates the high level code into a form where it can be used with the chipset associated with a particular hardware architecture.

11. Attached hereto as Exhibit B is a copy of a document that appears to be taken from a Foundry PowerPoint presentation. Its heading reads: "BigIron RX FCS

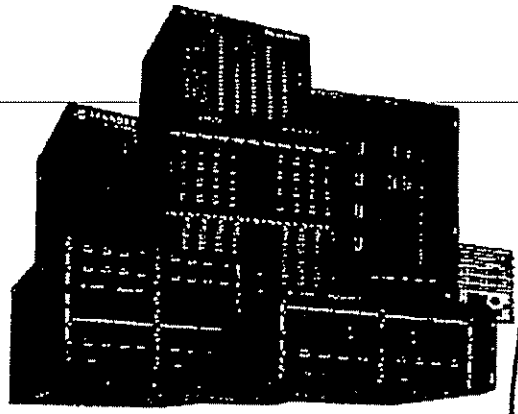
Release is 2.2.00."

REDACTED

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct and that this declaration was executed in Santa Clara, California on August 25, 2006.

Ken Cheng

EXHIBIT A



BigIron RX, MG8, 4000, 8000, and 15000

Enterprise-class BigIron Layer 2/Layer 3 Switches

The BigIron product family now includes the powerful Terathon™ ASIC-based architecture, to deliver a new level of high-performance, distributed switching and routing for enterprise and service provider networks. The newest family member, BigIron RX-Series redefines terabit-capacity for routing and switching in the Enterprise and Service Provider environments. Flexibility, resiliency, security and performance are hallmarks of the design of the BigIron RX-Series family of 10 GbE routers.

The BigIron MG8, offers high density 10-Gigabit Ethernet switch for performance oriented Enterprise. All BigIron switches are purpose-built for bandwidth intensive enterprise networks to support business and research applications including high bandwidth campus backbone, data center aggregation, cluster and grid computing, converged (voice, video, image and data) communications, storage networking, financial transactions as well as government, healthcare and university super-computing research projects. BigIron's non-blocking architecture enables network managers to build scalable and highly available network designs. BigIron is the only chassis that has been 10-Gigabit ready since the day it started shipping in 1998.

"Enterprises and research institutions need both evolutionary as well as revolutionary migration paths to high-performance Ethernet networks," said Mike Warren, a computational astrophysicist and architect of the Space Simulator Beowulf cluster at Los Alamos National Laboratory. "Performance-oriented organizations will benefit from having a next-generation 10-Gigabit networking infrastructure which is highly scalable and resilient, with high Gigabit and 10-Gigabit Ethernet density. Foundry's BigIron MG8 will be one of the revolutionary products in this category which offers the performance required to support high-bandwidth networks such as our Beowulf clusters."

-Los Alamos

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EXHIBIT B

THIS EXHIBIT HAS BEEN

REDACTED IN ITS ENTIRETY

IN THE UNITED STATES DISTRICT COURT

FOR THE DISTRICT OF DELAWARE

CERTIFICATE OF SERVICE

I, Philip A. Rovner, hereby certify that on September 1, 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 September 1, 2006 I have sent by E-mail foregoing document to the following non-registered participants:

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