

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>HJARTARSON GUDMUNDUR</u>  (Last) (First) (Middle) <u>1201 WINTERSON ROAD</u>  (Street) <u>LINTHICUM MD 21090</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CIENA CORP [ CIEN ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP and GM, Broadband Access</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/03/2004</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/03/2004		A		571,880 <sup>(1)</sup>	A	\$0	571,880	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Option (right to buy)	\$0.3	05/03/2004 <sup>(2)</sup>		A		221,850		01/29/2002 <sup>(3)</sup>	01/28/2012	Common Stock	221,850	\$0	221,850	D	
Employee Stock Option (right to buy)	\$0.3	05/03/2004 <sup>(2)</sup>		A		98		01/29/2003 <sup>(4)</sup>	01/28/2013	Common Stock	98	\$0	98	D	
Employee Stock Option (right to buy)	\$0.3	05/03/2004 <sup>(2)</sup>		A		1,161,334		07/23/2003 <sup>(5)</sup>	07/22/2013	Common Stock	1,161,334	\$0	1,161,334	D	

**Explanation of Responses:**

- These shares issued pursuant to the merger agreement between Catena and CIENA in exchange for 1,160,000 shares of Catena common stock owned by Mr. Hjartarson.
- This option grant was issued pursuant to the terms of the merger between Catena and CIENA upon conversion of an option granted under the Catena 1998 Equity Incentive Plan and such option to have the same terms and conditions as in effect immediately prior to the effective time of the merger.
- These options vest monthly over forty-eight months from the grant date, 1/29/2002.
- These options vest monthly over forty-eight months from the grant date, 1/29/2003.
- These options vest monthly over forty-eight months from the grant date, 7/23/2003.

Gudmundur Hjartarson/Anita Weiskerger per POA 05/05/2004

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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