SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

Name and Address of Reporting Person* 2. Date of Event Codd James Richard JR Requiring Statement (Month/Day/Year) 03/24/2011			3. Issuer Name and Ticker or Trading Symbol <u>CIENA CORP</u> [CIEN]					
(Last) (First) (Middle) C/O CIENA CORPORATION			I. Relationship of Reporting Perso Check all applicable) Director	10% Owne	r (Mo	f Amendment, Daonth/Day/Year)	ate of Original Filed	
1201 WINTERSON ROAD			X Officer (give title below) SVP, Global Mar	Other (spe below)	Ap	plicable Line)	t/Group Filing (Check	
(Street) LINTHICUM, MD 21090			3 v P, Giobai Miali	keting			y One Reporting Person y More than One erson	
(City) (State) (Zip)								
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership Instr. 5)		
Common Stock ⁽¹⁾			50,000	D				
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securi Underlying Derivative Securit		4. Conversior or Exercise	Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		

1. Reflects Restricted Stock Units (RSUs) that vest over four years, with 25% of the grant amount vesting on December 20, 2011 and thereafter vesting as to one-sixteenth of the grant amount on March 20, June 20, September 20, and December 20 of each year.

> By: Erik Lichter For: James R. 04/04/2011 Dodd

** 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 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints David M. Rothenstein, Erik Lichter and Frances Jackson or their assignees, the undersigneds true and lawful attorney-in-fact to:

(1) execute for and on behalf of the undersigned Form ID, Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities and Exchange Act of 1934 and the rules thereunder;

(2) do and perform any and all acts for an on behalf of the undersigned which may be necessary or desirable to complete the execution of any such Form ID, Forms 3, 4 or 5 and the timely filing of such form with the United States Securities and Exchange Commission, the Nasdaq Stock Market and any other authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary and proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-facts substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming any of the undersigneds responsibilities to comply with Section 16 of the Securities Exchange Act of 1934. This Power of Attorney can only be revoked by delivering a signed, original 'Revocation of Power of Attorney' to the attorney-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 31st day of March, 2011.

/s/ James Richard Dodd, Jr. Signature