

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

1. Name and Address of Reporting Person
 Dow, Stephen M.
 c/o Sevin Rosen Funds
 Two Galleria Tower
 13455 Noel Road, Suite 1670
 Dallas, TX 75240
2. Date of Event Requiring Statement (Month/Day/Year)
 February 7, 1997
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Issuer Name and Ticker or Trading Symbol
 CIENA Corporation
 ("CIEN")
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner Officer (give title below) Other
 (specify below)
6. If Amendment, Date of Original (Month/Day/Year)
 2/5/97
7. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I -- Non-Derivative Securities Beneficially Owned

1. Title of Security	2. Amount of Securities Beneficially Owned	3. Ownership Form: Direct(D) or Indirect(I)	4. Nature of Indirect Beneficial Ownership
Common Stock	204,325	I	By Sevin Rosen Fund IV L.P.(1)

Table II -- Derivative Securities Beneficially Owned

1. Title of Derivative Security	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Underlying Securities	4. Conversion or Exercise Price of Security	5. Ownership Form of Derivative Security: Direct(D) or Indirect(I)	6. Nature of Indirect Beneficial Ownership
Series A Convertible Preferred Stock	(2)	Common Stock	5,743,945	I	By Sevin Rosen Fund IV L.P. (1)
Series B Convertible Preferred Stock	(2)	Common Stock	3,704,990	I	By Sevin Rosen Fund IV L.P. (1)
Series C Convertible Preferred Stock	(2)	Common Stock	1,428,570	I	By Sevin Rosen Fund IV L.P. (1)
Series C Convertible Preferred Stock	(2)	Common Stock	714,285	I	By Sevin Rosen Fund V L.P. (1)

Explanation of Responses:
 (1) Mr. Dow is an affiliate of Sevin Rosen Fund IV L.P., Sevin Rosen Fund V L.P. and may be deemed to beneficially own the shares held by these entities. Mr. Dow disclaims beneficial ownership of the shares held by such entities except to the extent of his proportionate partnership interest therein.

(2) Upon the closing of the Issuer's initial public offering of its Common Stock, each issued and outstanding share of its convertible preferred stock will automatically convert into five shares of its Common Stock.

SIGNATURE OF REPORTING PERSON
 /s/ John V. Jagers, Attorney-in-Fact
 DATE
 October 7, 1997