

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 Instructions 1(b).

1. Name and Address of Reporting Person
 Phipps, Charles H.
 c/o Sevin Rosen Funds
 Two Galleria Tower
 13455 Noel Road, Suite 1670
 Dallas, TX 75240
2. Issuer Name and Ticker or Trading Symbol
 CIENA Corporation
 ("CIEN")
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Year
 May 1997
5. If Amendment, Date of Original (Month/Year)
 June 10, 1997
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 () Director (X) 10% Owner () Officer (give title below) () Other
 (specify below)
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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security	2. Transaction Date	3. Code	4. Securities Acquired (A) or Disposed of (D)			5. Amount of Securities Beneficially Owned at End of Month	6. Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership
			Amount	A/D	Price			
Common Stock	5/27/97	J(1)	1,108,183	D		9,973,647	I	By Sevin Rosen Fund IV L.P. (2)
Common Stock						42,375	I	By Sevin Rosen Bayless Mgmt Co. (2)
Common Stock	5/27/97	J(3)	71,429	D		642,856	I	By Sevin Rosen Fund V L.P. (2)
Common Stock	5/27/97	J(4)	2,096	A		2,346	I	By Trustee (5)
Common Stock	5/27/97	J(6)	29,451	A		29,701	D	
Common Stock						250	I	By Wife (7)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Derivative Security	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	4. Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned at End of Month	10. Direct (D) or Indirect (I)	11. Nature of Indirect Beneficial Ownership

Explanation of Responses:
 (1) Distribution by Sevin Rosen Fund IV L.P. to its partners.
 (2) Mr. Phipps is a general partner of both SRB Associates IV L.P., the general partner of Sevin Rosen Fund IV L.P. and SRB Associates V L.P., the general partner of Sevin Rosen Fund V L.P. and is a principal of Sevin Rosen Bayless Management Co. Mr. Phipps disclaims beneficial ownership of the shares held by such entities except to the extent of his proportionate partnership interest therein.
 (3) Distribution by Sevin Rosen Fund V L.P. to its partners.
 (4) Acquired pursuant to the distribution by SRB Associates IV L.P.
 (5) The shares are held in a trust for the benefit of the Reporting Person's child. The Reporting Person's wife is the trustee.
 (6) Acquired by Reporting Person pursuant to distributions by each of SRB Associates IV L.P. and Sevin Rosen Fund V L.P.
 (7) The shares are owned by the Reporting Person's wife.

SIGNATURE OF REPORTING PERSON
/s/ John V. Jagers, as Attorney-in-Fact
DATE
July 10, 1997