

PARADYNE NETWORKS INC  
Form 8-K  
July 21, 2004

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**Date of report (Date of earliest event reported): July 21, 2004**

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**Paradyne Networks, Inc.**

(Exact Name of Registrant as Specified in Charter)

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**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**000-26485**  
(Commission File Number)

**75-2658219**  
(I.R.S. Employer  
Identification No.)

**8545 126<sup>th</sup> Avenue North**  
**Largo, Florida 33773**

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(Address of Principal Executive Offices, including Zip Code)

Registrant's telephone number, including area code: (727) 530-2000

N/A

(Former Name or Former Address, if Changed Since Last Report)

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ITEM 12. RESULTS OF OPERATIONS AND FINANCIAL CONDITION

On July 21, 2004, Paradyne Networks, Inc. announced its financial results for the quarter ended June 30, 2004. The press release announcing the financial results for the quarter ended June 30, 2004 is furnished as Exhibit 99.1 hereto.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: July 21, 2004

**Paradyne Networks, Inc.**

**By:** /s/ Sean E. Belanger

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Sean E. Belanger  
President and Chief Executive Officer

**INDEX TO EXHIBITS**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	Press Release dated July 21, 2004 relating to financial results for the fiscal quarter ended June 30, 2004