

Number: 4553031

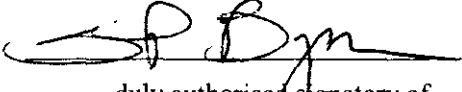
**WRITTEN RESOLUTION OF  
JUNIPER NETWORKS (NOMINEES) LIMITED**

We, the undersigned, being the Sole Member for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings of the Company HEREBY PASS the following written resolution and agree that the said resolution shall, pursuant to Clause 12 of the Company's articles of association, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is hereby resolved:

THAT the articles of association of the Company be amended by the addition of a further clause, numbered 28, a print of which is attached to this resolution.

Dated 10<sup>th</sup> November 2006

  
duly authorised signatory of  
Juniper Networks Ireland

CERTIFIED TO BE A TRUE  
COPY OF THE ORIGINAL  
*for Baker & McKenzie LLP*  
BAKER & MCKENZIE LLP  
SOLICITORS  
100 NEW BRIDGE STREET  
LONDON EC4V 6JA



## TELEPHONIC BOARD MEETINGS

28. The contemporaneous connection of a number of the directors not less than the quorum, regardless of physical location, by any means of electronic communication shall be deemed to constitute a properly held meeting of the directors so long as the following conditions are met:

- (a) throughout the meeting each of the directors taking part must be able to:
  - (i) hear each of the other directors taking part; and
  - (ii) subject as mentioned below, send and receive communications simultaneously to and from all of the other directors taking part;
- (b) at the beginning and at the conclusion of the meeting the chairman shall ask all of those who have been a party to the proceedings to acknowledge their presence and to confirm that they have attended throughout the meeting.

Such a meeting shall be deemed to take place where it is convened to be held or (if no director is present in that place) where the largest group of those participating is assembled, or, if there is no such group, where the chairman of the meeting is. The word "meeting" in the Articles shall be construed accordingly.

The meeting shall have been validly conducted notwithstanding that a director may have been accidentally disconnected during the meeting, so long as a quorum of directors were connected at all times. A minute of the proceedings shall be sufficient evidence of the observance of the necessary formalities if certified by a director who was party to them.

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