# **UNITED STATES**

# SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

**CURRENT REPORT** 

# PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported): April 6, 2004

# Paradyne Networks, Inc.

(Exact Name of Registrant as Specified in Charter)

**Delaware** (State or Other Jurisdiction

000-26485 (Commission File Number) 75-2658219 (I.R.S. Employer

of Incorporation)

Identification No.)

8545 126th Avenue North

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Largo, Florida 33773

 $(Address\ of\ Principal\ Executive\ Offices, including\ Zip\ Code)$ 

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 April 6, 2004, Paradyne Networks, Inc. announced better than expected revenue and earnings in preliminary results for the quarter ended March 31, 2004. The press release announcing the better than expected revenue and earnings in preliminary results for the quarter ended March 31, 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: April 7, 2004

Paradyne Networks, Inc.

By: /s/ Sean E. Belanger

Sean E. Belanger President and Chief Executive Officer

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### EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release dated April 6, 2004