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## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Common Stock, \$.01 par value																		
(Last) (Fiest) (Middle) (Clay) (State)  (Street)  4. If Amendment, Date Original Filed (MM/DDYYYY)  200 CLINTON AVENUE, SUITE 805  (Street)  4. If Amendment, Date Original Filed (MM/DDYYYYY)  4. If Amendment, Date Original Filed (MM/DDYYYYY)  4. If Amendment, Date Original Filed (MM/DDYYYYY)  5. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Table 4 - Security  6. Lodder V Amount (Date)  7. Natural Countries Securities Securities Acquired (A) (State)  8. Amount of Securities Beneficially Owned  1. Table 4 - Security  6. Lodder V Amount (Date)  8. Amount of Securities Beneficially Owned  1. Table 1 - Derivative Securities Acquired (A) (State)  8. Amount of Securities Beneficially Owned (Date)  8. Amount of Securities Beneficially Owned (Date)  9. V 712000 A S14.02  7. T22000 LD 7. T22000 LD 1  1. March  1. Table 1 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 11 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 11 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 11 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 60 Derivate  1. Table 60 Der	1. Name and Address of Reporting Person *				2.													
(Last) (Fiest) (Middle) (Clay) (State)  (Street)  4. If Amendment, Date Original Filed (MM/DDYYYY)  200 CLINTON AVENUE, SUITE 805  (Street)  4. If Amendment, Date Original Filed (MM/DDYYYYY)  4. If Amendment, Date Original Filed (MM/DDYYYYY)  4. If Amendment, Date Original Filed (MM/DDYYYYY)  5. Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Table 4 - Security  6. Lodder V Amount (Date)  7. Natural Countries Securities Securities Acquired (A) (State)  8. Amount of Securities Beneficially Owned  1. Table 4 - Security  6. Lodder V Amount (Date)  8. Amount of Securities Beneficially Owned  1. Table 1 - Derivative Securities Acquired (A) (State)  8. Amount of Securities Beneficially Owned (Date)  8. Amount of Securities Beneficially Owned (Date)  9. V 712000 A S14.02  7. T22000 LD 7. T22000 LD 1  1. March  1. Table 1 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 11 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 11 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 11 - Derivative Securities Beneficially Owned (C.g., puts, calls, warrants, options, convertible securities)  1. Table 60 Derivate  1. Table 60 Der	Smith Mark Clay				$\mathbf{A}$	ADTRAN INC [ ADTN ]							,					
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Non-Derivative Securities	200 CLINTO	ON AVE	NUE, S	UITE	805				3.	<b>/6/20</b>	09							
Common Stock, \$.01 par value   Common Stock, \$.01 par value		(Stre	eet)			4.	If An	nendme	ent, Date	Origi	nal File	ed (MM/D	D/YYY	(Y) 6. Individual	or Joint/G	roup Filing	Check Appl	icable Line)
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Date, if any   Code   V   Amount of Number of Securities   Common Stock, S.01 par value   C	1.Title of Security															ally Owned	6.	7. Nature
Common Stock, \$.01 par value	(Instr. 3)								(Instr. 8)		or Disposed of (D)			Following Reported Transaction(s)			Ownership	
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Common Stock, S.01 par value  Common Stock, S.01 par value  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Little of Derivate Conversion or Exercise Price of Derivative Security  Conversion or Exercise Price of Derivative Security  Security  Annount or Number of Expiration Expiration Executive Securities  Date Expiration Date Expiration Executive Securities Securities Understand Price of Derivative Securities  Date Expiration Date Expiration Executive Securities Securities Understand Price of Derivative Securities Securities Conversion of Indirect Transactions (i) (i) (linstr. 5)  Date Expiration Date Expiration Executive Securities Conversion of Indirect Transactions (ii) (linstr. 5)  Date Expiration Date Expiration Field Shares Conversions (ii) (linstr. 5)  Date Expiration Expiration Field Shares Conversions (ii) (linstr. 5)  Date Expiration Expiration Field Shares Conversions (iii) (linstr. 4)  Date Expiration Field Field Price of Field Price of Transactions (iii) (linstr. 4)  Date Expiration Price Shares Conversions (iii) (linstr. 4)  Date Expiration Price Shares Conversions (iii) (linstr. 4)  Date Expiration Price Shares Conversions (iii) (linstr. 5)  Date Conversion of Indirect Transactions (iii) (linstr. 4)  Date Expiration Price Shares Conversions (iii) (linstr. 5)  Date Conversion of Indirect Transactions (iii) (linstr. 5)  Date Expiration Price Shares Conversions (iii) (linstr. 4)  Date Expiration Price Shar																		2009-1
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(Instr. 3) or Exercise Price of Derivative Security Secur																		11. Nature
Price of Derivative Security  Date Expiration Exercisable Date  Expiration Exercisable Date  Date Expiration Exercisable Date  Date Expiration Exercisable Date  Date Expiration Exercisable Date  Date Expiration Exercisable Date  Date Expiration Exercisable Date  Title Shares  (Instr. 5) Beneficially Owners Security:  Following Derivative Security:  Following Or Indirect  Or Indirect  Transaction(s) (I) (Instr. 4)	(Instr. 3) or Exercise Price of Date, if any				nstr. 8)				s Exp	Expiration Date							of Indirect Beneficial	
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													Title				(I) (Instr.	
			1			Code	V	(A)	(D)							(Instr. 4)	4)	

## **Explanation of Responses:**

(1) The reporting person serves as trustee of the trust holding these securities. The reporting person disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Reporting Owners		

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Smith Mark Clay						
200 CLINTON AVENUE, SUITE 805		X				
HUNTSVILLE, AL 35801						

## **Signatures**

Mark Clay Smith	3/10/2009
** Signature of Reporting Person	Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.