

Form

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pectus supplement dated December 5, 2008, filed with the Securities and Exchange Commission on December 5, 2008.

ITEM 9.01. Financial Statements and Exhibits.

(d) Exhibits

- 5.1 Opinion of Garrison R. Smith, Esq., Associate General Counsel, Corporate & Securities, of the Company.
 - 23.1 Consent of Garrison R. Smith, Esq., Associate General Counsel, Corporate & Securities, of the Company (included in Exhibit 5.1).
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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.

NUANCE COMMUNICATIONS, INC.

Date: December 5, 2008

By: /s/ Thomas Beaudoin
Thomas Beaudoin
Chief Financial Officer

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