

UT-152332

December 10, 2015

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Via Fed Ex

Washington Utilities and Transportation Commission
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STATE OF WASHINGTON
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**RE: Notification of the Proposed Change of Control of Allstream Fiber US, Inc.
Zayo Group, LLC**

Dear Sir or Madam:

This letter notifies the Washington Utilities and Transportations Commission (the "Commission") of a pending transaction that will impact the control of Allstream Fiber US, Inc. ("Fiber, Inc."). Fiber, Inc. owns fiber transmission facilities located in the State of Washington over which it provides transmission services to its customers on a private carrier basis. Fiber, Inc. holds a Certificate of Registration ("Certificate") as a competitively classified telecommunications company.¹

Pursuant to an agreement entered into on November 21, 2015, Zayo Group, LLC ("Zayo") will acquire all of the stock of Fiber, Inc. from MTS, Inc., the current direct parent company of Fiber, Inc. Zayo is a provider of bandwidth infrastructure and network neutral colocation and interconnection services over regional and metropolitan fiber networks. In Washington, Zayo holds a Certificate of Registration as a telecommunications company with competitive classification granted in Docket No. UT-110349. The acquisition of Fiber, Inc. is part of a much larger transaction pursuant to which Manitoba Telecom Services, Inc. ("Manitoba Telecom"), an incumbent local exchange telephone company in Manitoba, Canada, and the ultimate parent of Fiber, Inc., is selling to Zayo its interest in Allstream, Inc. and in other related operations, of which Fiber, Inc. is but a very small part. Allstream, Inc., a competitive provider of business communications services in Canada, is also ultimately owned by Manitoba Telecom.

The acquisition of the capital stock of Fiber, Inc. is subject to several conditions, including the prior approval of the Federal Communications Commission. The parties hope to consummate this transaction early in calendar year 2016. No changes are currently contemplated in any services being provided over the facilities of Fiber, Inc. within the State of Washington, and the transaction will be seamless to existing customers, including any customers with offices located in the State of Washington.

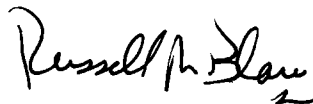
¹ The Certificate was granted in the name MetroNet Fiber Washington, Inc. in Docket No. UT-990252. The company subsequently changed its name to Allstream Fiber US, Inc. See Docket No. UT-110835.

Washington Utilities and Transportation Commission

December 9, 2015

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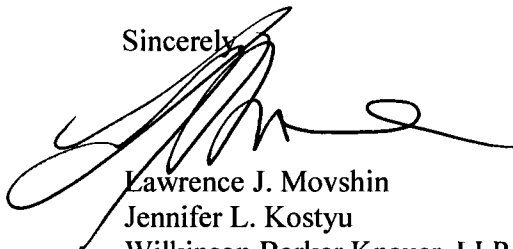
Please date-stamp the extra copy of this filing and return it in the envelope provided. Please feel free to contact the undersigned if you have any questions about this transaction.



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Sincerely,



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