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May 10, 2011

Via E-Filing

David Danner, Executive Secretary
Washington Utilities and Transportation Commission
1300 South Evergreen Park Drive, S.W.
Olympia, WA 98504
records@wutc.wa.gov

RE: Docket No. UT-110361 - Notification of Zayo Group, LLC, Zayo Enterprise Networks, LLC, Onvoy, Inc. and Zayo Bandwidth, LLC of *Pro Forma* Intra-Corporate Transactions

NOTICE OF CONSUMMATION

Dear Mr. Danner:

On behalf of Zayo Group, LLC (“Zayo”), Zayo Enterprise Networks, LLC (“ZEN”), Onvoy, Inc. (“Onvoy”) (collectively, the “Parties”), this letter notifies the Commission that on April 1, 2011, the Parties completed the following proposed *pro forma* intra-corporate transactions described in their letter filed on February 25, 2011:

- (1) the proposed *pro forma* transfer of direct control of ZEN from Zayo to Onvoy (the “*Pro Forma* Transfer of Control”);
- (2) immediately prior to the *Pro Forma* Transfer of Control, the proposed *pro forma* transfer of certain assets and customers of ZEN (the “*Pro Forma* Transfer of Assets”).

Zayo and Zayo Bandwidth, LLC (“ZB”) have not yet completed the proposed *pro forma* merger of ZB with and into Zayo, with Zayo surviving the merger (the “*Pro Forma* Merger”). Zayo and ZB will notify the Commission when the *Pro Forma* Merger has been completed.

We would appreciate it if you would please acknowledge receipt of this filing. Should you have any questions regarding this filing, please do not hesitate to contact Brett Ferenchak at 202-373-6697.

Respectfully submitted,



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