

Jean L. Kiddoo
Brett P. Ferenchak
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

March 25, 2013

Via Overnight Delivery

Darrell Nitschke, Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard Avenue
Dept. 408
Bismarck, ND 58505-0480



Re: Notification of Zayo Group, LLC and 360networks (USA) inc. Regarding Certain *Pro Forma* Intra-Company Transactions (Filed December 28, 2012)

NOTICE OF CONSUMMATION & CANCELLATION OF REGISTRATION OF 360NETWORKS

Dear Mr. Nitschke:

On behalf of Zayo Group, LLC ("Zayo"), the successor in interest to 360networks (USA) inc. ("360networks") (collectively with Onvoy, Inc., the "Parties"), this letter notifies the Commission that the *Zayo Pro Forma* Transactions described in the above-referenced Notification were completed on March 12, 2013. The *Onvoy Pro Forma* Transaction (as defined in the Notification), however, has not yet been completed but is expected to be completed in the future and the Parties will notify the Commission of the completion of the *Onvoy Pro Forma* Transaction at that time.

As a result of the *Zayo Pro Forma* Transactions, 360networks does not exist as a separate corporate entity and Zayo provides service to its customers. As requested in the Notification, therefore, 360networks' Registration should be cancelled effective upon receipt of this letter. Further, Zayo requests that the Commission return and permit cancellation of any bond or letter of credit (or similar security) that 360networks may have provided in connection with its Registration.

An original and ten (10) copies of this letter are enclosed for filing. Please date-stamp the extra copy and return it in the envelope provided. Should you have any questions regarding this filing, please do not hesitate to contact us.

Respectfully submitted,

A handwritten signature in black ink that reads "Brett P Ferenchak".

Jean L. Kiddoo
Brett P. Ferenchak

Counsel for Zayo Group, LLC

Beijing
Boston
Frankfurt
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
F +1.202.373.6001
bingham.com

A/75467343.1

2 **PU-12-824** Filed: 3/26/2013 Pages: 1
Letter notifying Commission that the Zayo Pro Forma Transactions were completed

360networks (USA) inc. / Zayo Group, LLC
Jean Kiddoo & Brett Ferenchak