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February 21, 2024

VIA EMAIL

Mr. Steve Kahl, Executive Secretary
North Dakota Public Service Commission
600 E. Boulevard, Dept. 408
Bismarck, ND 58505-0480
ndpsc@nd.gov

Re: Notice of a *Pro Forma Consolidation* of Electric Lightwave, LLC into Zayo Group, LLC

Surrender of Registration of Electric Lightwave, LLC

Dear Executive Secretary Kahl:

This letter notifies the Commission of a *pro forma* intra-consolidation of Electric Lightwave, LLC ("Electric Lightwave") into Zayo Group, LLC ("Zayo Group" and together with Electric Lightwave, the "Parties"), with Zayo Group remaining as the surviving entity (the "*Pro Forma Consolidation*"). The *Pro Forma Consolidation* was completed on December 31, 2023, and was undertaken as part of the Company's (as defined below) efforts to simplify its corporate structure, reduce the reporting and accounting burdens (and the burden on the regulatory commissions who receive such reports), and provide operational efficiencies. Since Commission approval or prior notice was not required for the *Pro Forma Consolidation*, this letter is submitted for informational purposes only.

As a result of the *Pro Forma Consolidation*, Electric Lightwave no longer exists as a separate corporate entity. Zayo Group (as the successor in interest to Electric Lightwave), therefore, this letter surrenders, effective January 1, 2024, Electric Lightwave's registration to operate as a provider of local, access, long distance, Internet, and data services. To the extent that Electric Lightwave has any effective tariffs on file with Commission, those tariffs should be cancelled and withdrawn.

Description of the Parties

Zayo Group is, and Electric Lightwave was, a Delaware limited liability company. Prior to the *Pro Forma Consolidation*, Electric Lightwave was a wholly owned, direct subsidiary of Zayo Group. Zayo Group is a wholly owned, direct subsidiary of Zayo Group Holdings, Inc. ("Holdings" and together with its subsidiaries, including the Parties, the "Company"), a Delaware corporation. Zayo Group and Holdings have a principal office located at 1821

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30th Street, Unit A, Boulder, Colorado 80301. Electric Lightwave had a principal office located at 18110 SE 34th Street; Building One, Suite 100, Vancouver, Washington 98683.

Zayo Group is a leading provider of bandwidth infrastructure and interconnection services over regional and metropolitan fiber networks. These services enable customers to manage, operate, and scale their telecommunications and data networks. Zayo Group's customers consist primarily of wireless service providers, national and regional communications service providers, media/Internet/content companies, governments, banks, and other bandwidth-intensive enterprises. Zayo Group is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the District of Columbia and every state except Alaska and Hawaii. The primary telecommunications service offerings of Zayo Group include high-capacity bandwidth services such as private line, Ethernet, and wavelength services. In North Dakota, Zayo Group is registered to provide local, access, long distance, Internet, and data services and Electric Lightwave is registered with the Commission to provide local, access, long distance, Internet, and data services. Zayo Group also is authorized by the Federal Communications Commission to provide domestic and international telecommunications services in addition to certain point-to-point wireless services.

Contacts

Questions, correspondence or other communications concerning this filing should be directed to:

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1111 Pennsylvania Ave. N.W.
Washington, DC 20004-2541
202-739-3000 (tel)
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brett.ferenchak@morganlewis.com

with copies to:

Lauren Lantero
SVP, General Counsel
Zayo Group, LLC
1821 30th Street, Unit A
Boulder, CO 80301
lauren.lantero@zayo.com

Description of the *Pro Forma Consolidation*

To simplify the Company's corporate structure, on December 31, 2023, Zayo Group completed certain *pro forma* intra-company transactions, including the consolidation of Electric Lightwave into Zayo Group. The *Pro Forma Consolidation* resulted from the merger of Electric Lightwave with and into Zayo Group, whereupon the separate existence of Electric Lightwave ceased and Zayo Group was the surviving entity. **Exhibit A** contains diagrams of the *Pro Forma Consolidation* and corporate ownership structure of the Parties before and after the *Pro Forma Consolidation*.

The *Pro Forma Consolidation* described herein was in the public interest. The *Pro Forma Consolidation* simplified the Company's existing corporate structure and the Company's business is more effective from a management, operations, regulatory, accounting, financial

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and customer perspective since the *Pro Forma Consolidation* reduces its reporting and accounting burdens and provides other operational efficiencies. Furthermore, the *Pro Forma Consolidation* was seamless to customers and did not result in any change in their services.

Surrender and Cancellation of Electric Lightwave's Registration and Tariff(s)

Because Electric Lightwave no longer exists to provide telecommunications in North Dakota, this letter surrenders , effective January 1, 2024, Electric Lightwave's registration to provide local, access, long distance, Internet, and data services. To the extent that Electric Lightwave has any effective tariffs on file with Commission, those tariffs should be cancelled and withdrawn.

Any questions or inquiries regarding any outstanding regulatory obligations of Electric Lightwave should be directed to:

Donna Heaston
Senior Corporate Counsel
Zayo Group
2800 Campus Drive, Suite 140
Plymouth, MN 55441
donna.heaston@zayo.com

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Please acknowledge receipt of this electronic filing. A paper copy of this filing will also be submitted via overnight mail, in accordance with your December 8, 2023 Notice to the Regulated Community on submission of filings to the Commission. Should you have any questions, please do not hesitate to contact the undersigned.

Respectfully submitted,



Catherine Wang
Brett P. Ferenchak

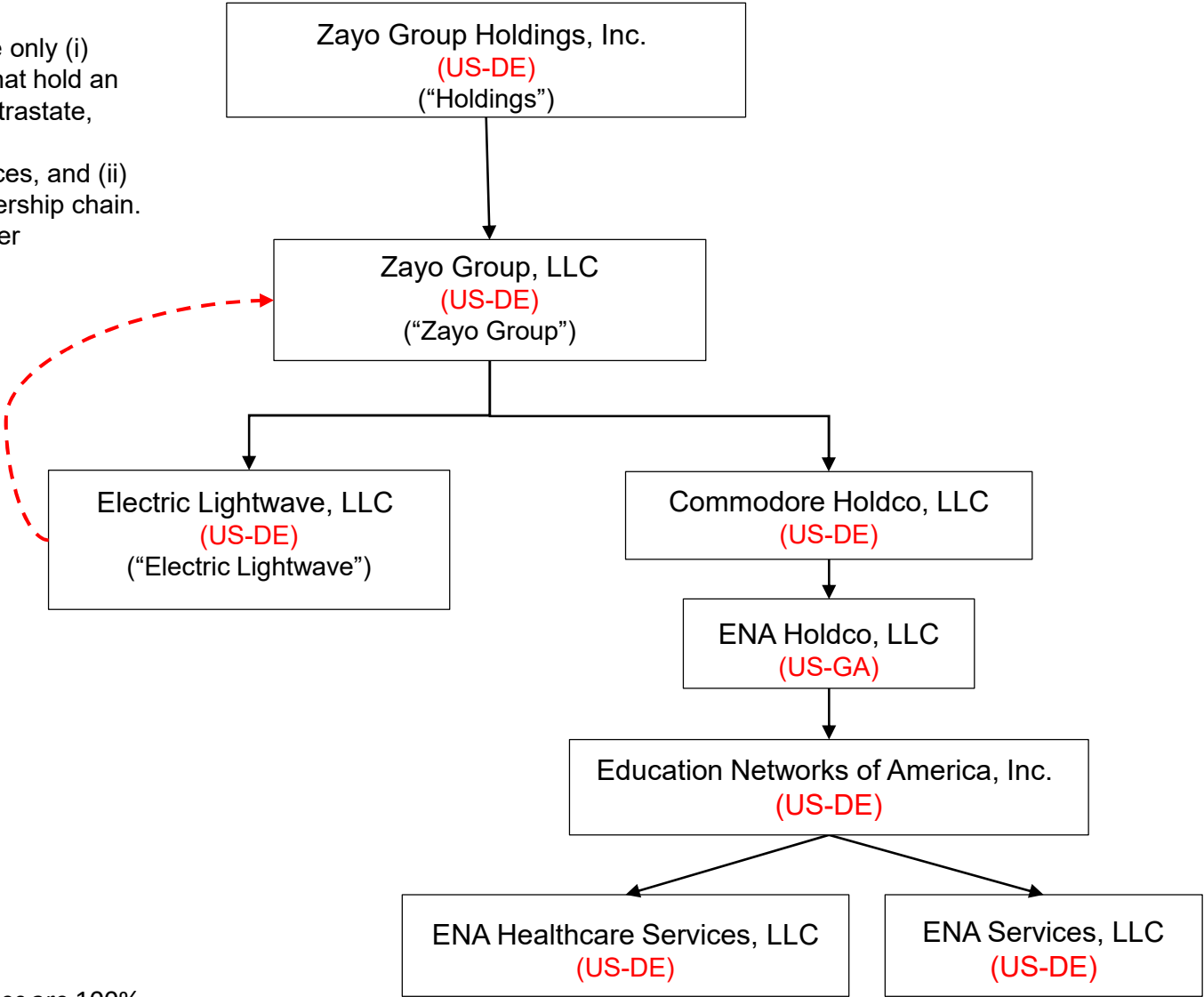
Counsel for Zayo Group, LLC
(successor-in-interest to Electric Lightwave, LLC)

EXHIBIT A

Diagrams of the *Pro Forma Consolidation* and
Pre-Pro Forma Consolidation and Current Corporate Ownership Structure

PRE-PRO FORMA CONSOLIDATION OWNERSHIP STRUCTURE

*The entities listed include only (i) subsidiaries of Holdings that hold an authorization to provide intrastate, interstate or international telecommunications services, and (ii) those entities in their ownership chain. The chart excludes all other subsidiaries of Holdings.

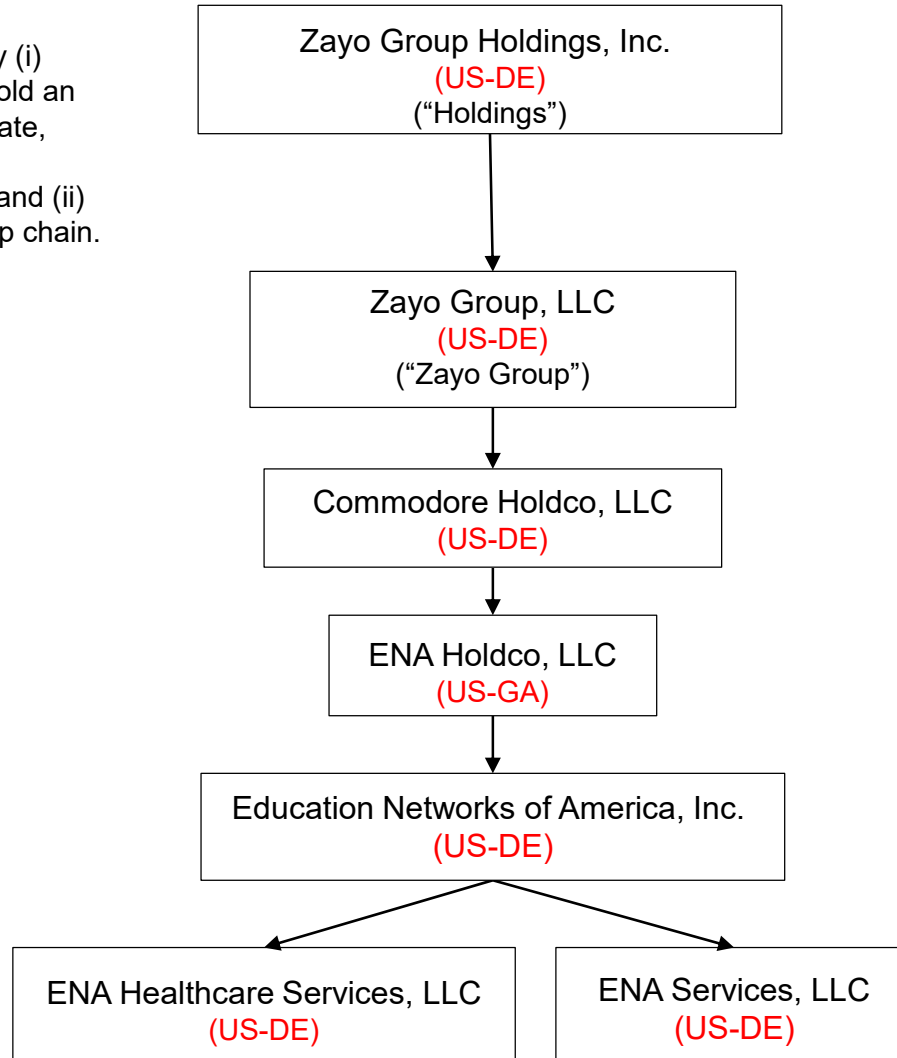


Electric Lightwave merged with and into Zayo Group, with Zayo Group surviving the merger.

**All ownership percentages are 100%.

CURRENT OWNERSHIP STRUCTURE

*The entities listed include only (i) subsidiaries of Holdings that hold an authorization to provide intrastate, interstate or international telecommunications services, and (ii) those entities in their ownership chain. The chart excludes all other subsidiaries of Holdings.



**All ownership percentages are 100%.

VERIFICATION

I, Lauren Lantero, state that I am SVP, General Counsel of Zayo Group, LLC; that Zayo Group, LLC is the successor in interest to Electric Lightwave, LLC (together, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents thereof and the certifications contained therein regarding the Company and its affiliates, are true and correct to the best of my knowledge, information, and belief.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 31st day of January, 2024.



Lauren Lantero
SVP, General Counsel
Zayo Group, LLC