

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

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In the Matter of the Joint Application of )  
360networks (USA) inc., American Fiber ) DOCKET NO. 12-2289-01  
Systems, Inc., and Zayo Group, LLC for )  
Approval of Certain Pro Forma Intra- )  
Corporate Transactions )  
)  
In the Matter of the Joint Application of ) DOCKET NO. 12-2353-01  
360networks (USA) inc., American Fiber )  
Systems, Inc., and Zayo Group, LLC for )  
Approval of Certain Pro Forma Intra- )  
Corporate Transactions )  
)  
In the Matter of the Joint Application of ) DOCKET NO. 12-2536-02  
360networks (USA) inc., American Fiber )  
Systems, Inc., and Zayo Group, LLC for ) NOTICE OF APPLICATION FOR  
Approval of Certain Pro Forma Intra- ) APPROVAL OF CERTAIN PRO FORMA  
Corporate Transactions ) INTRA-CORPORATE TRANSACTIONS  
) AND NOTICE OF HEARING  
)  
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ISSUED: January 2, 2013

By The Commission:

NOTICE

On December 10, 2012, 360networks (USA) inc. (“360networks”), American Fiber Systems, Inc. (“AFS”), and Zayo Group, LLC (“Zayo”), (collectively, “Applicants”) filed a joint application for Commission approval to complete certain pro forma intra-company transactions that will result in the assets and customers of 360networks and AFS moving to Zayo. Applicants seek informal adjudication of the application pursuant to Utah Administrative Code R746-349-7.

Accordingly, the Commission hereby gives notice that the application has been filed, that any interested party may submit comments on the application within 14 days following this notice, and may submit reply comments within 21 days following this notice.

A hearing on the application is hereby scheduled for **Thursday, January 24, 2013, at 9:00 a.m. (MST), Fourth Floor Hearing Room 451**, Heber M. Wells State Office Building, 160 East 300 South, Salt Lake City, Utah. The hearing will be conducted by the Administrative Law Judge for the Public Service Commission. Parties should plan to be represented by local counsel, joined by local counsel, or otherwise admitted by a motion *pro hac vice* pursuant to Commission rules (Utah Admin. Code R746-100-6(B)).

Individuals wishing to participate by telephone should contact the Commission at least three days prior to the hearing to make arrangements. On the day of the hearing, participants must call (801) 530-6716 or call toll free 1-866-PSC-UTAH (1-866-772-8824) at least five minutes before the beginning of the hearing to ensure participation.

In accordance with the Americans with Disabilities Act, individuals needing special accommodations (including auxiliary communicative aids and services) during this hearing should notify the Commission at 160 East 300 South, 4th Floor, Salt Lake City, UT 84111, (801) 530-6716, at least three working days before the hearing.

DATED at Salt Lake City, Utah, this 2<sup>nd</sup> day of January, 2013.

/s/ Melanie A. Reif  
Administrative Law Judge

Attest:

/s/ Gary L. Widerburg  
Commission Secretary  
D#240614

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 2<sup>nd</sup> day of January, 2013, a true and correct copy of the foregoing was delivered upon the following as indicated below:

By Electronic-Mail

Jean L. Kiddoo ([jean.kiddoo@bingham.com](mailto:jean.kiddoo@bingham.com))  
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Assistant Attorneys General

By Hand Delivery

Division of Public Utilities  
160 East 300 South, 4<sup>th</sup> Floor  
Salt Lake City, Utah 84111

Office of Consumer Services  
160 East 300 South, 2<sup>nd</sup> Floor  
Salt Lake City, Utah 84111

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Administrative Assistant