

- BEFORE THE PUBLIC SERVICE COMMISSION OF UTAH -

In the Matter of the Joint Application of)
AboveNet, Inc., AboveNet of Utah L.L.C.) DOCKET NO. 12-2324-01
and Zayo Group, LLC for the Transfer of) DOCKET NO. 12-2536-01
Indirect Control of AboveNet of Utah L.L.C.) NOTICE OF APPLICATION FOR
to Zayo Group, LLC) TRANSFER OF INDIRECT CONTROL
) AND NOTICE OF HEARING
)

ISSUED: April 10, 2012

By The Commission:

NOTICE

On March 26, 2012, AboveNet, Inc. (“ABN-Parent”), AboveNet of Utah LLC (“AboveNet”), and Zayo Group, LLC (“Zayo”) (collectively, “Applicants”) filed an application for Commission approval to complete a transaction involving the transfer of indirect control of AboveNet to Zayo. Applicant seeks 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, May 3, 2012, 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)).

DOCKET NOS. 12-2324-01 and 12-2536-01

- 2 -

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 10th day of April, 2012.

/s/ Melanie A. Reif
Administrative Law Judge

Attest:

/s/ Gary L. Widerburg
Commission Secretary
D#221464

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on the 10th day of April, 2012, a true and correct copy of the foregoing was delivered upon the following as indicated below:

By Electronic-Mail

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
Counsel for Zayo Group, LLC
jean.kiddoo@bingham.com
brett.ferenchak@bingham.com

Brad Mutschelknaus
Joan M. Griffin
Winafred Brantl
Kelly Drye & Warren LLP
Counsel for ABN-Parent and AboveNet
wbrantl@kelleydrye.com

Scott E. Beer
Zayo Group, LLC
General Counsel
scott.beer@zayo.com

Jill Sandford
AboveNet, Inc.
Associate General Counsel
jsandford@above.net

Patricia Schmid
Office of the Attorney General
pschmid@utah.gov

By Hand Delivery

Division of Public Utilities
160 East 300 South, 4th Flr.
Salt Lake City, Utah 84111

Office of Consumer Services
160 East 300 South, 2nd Flr.
Salt Lake City, Utah 84111

Administrative Assistant