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UTAH DEPARTMENT OF COMMERCE

Division of Public Utilities

MARGARET W. BUSSE
Executive Director

CHRIS PARKER
Division Director

Action Request Response

To: Public Service Commission of Utah

From: Utah Division of Public Utilities

Chris Parker, Director
Artie Powell, Manager
Brenda Salter, Utility Technical Consultant Supervisor
Ron Slusher, Utility Technical Consultant

Date: April 18, 2022

Re: **Docket No(s). 22-2500-01 and 22-2536-01:** Notification Regarding the Proposed Transfer of Indirect Control of ENA Healthcare Services, LLC to Zayo Group, LLC.

Recommendation (Acknowledge)

The Division of Public Utilities (“Division”) has reviewed the notification of the transfer of control of ENA Healthcare Services, LLC (“ENA”) to Zayo Group, LLC (“Zayo”) (together the “Applicants”). The public interest will be promoted by the Public Service Commission (“Commission”) acknowledging this Transfer of Control. As a result of the transfer, the companies should be in a better position to provide expanded and advanced telecommunications services in the State of Utah.

The Division expects that, based on history that a filing of this type and with the information submitted by the company, there will be no objections or opposition to this recommendation. Therefore, the Division requests that this docket be adjudicated informally in accordance with R746-110-1.

Division of Public Utilities

Heber M. Wells Building • 160 East 300 South • P.O. Box 146751 Salt Lake City, UT 84114-6741
www.dpu.utah.gov • telephone (801) 530-7622 • toll-free in Utah (877) 874-0904 • fax (801) 530-6512

Discussion

On or about April 8, 2022, ENA and Zayo notified the Commission of a transaction, which will result in the indirect transfer of control of ENA to Zayo.

ENA is a registered Delaware corporation, headquartered at 618 Grassmere Park Drive, Suite 12, Nashville, TN 37211. ENA received authorization to provide public telecommunications services in the State of Utah by the Commission on February 25, 2009, in Docket No. 08-2500-01. ENA is an indirect subsidiary of Commodore Holdco, LLC (“Commodore”).

Zayo is a registered Delaware corporation, headquartered at 1821 30th Street, Unit A, Boulder, CO. 80301. Zayo received authorization to provide public telecommunications services in the State of Utah by the Commission on March 10, 2011, in Docket No.11-2536-01.

On or about February 25, 2022, Zayo and Commodore entered into an agreement whereby Zayo would purchase from Commodore all of its issued and outstanding limited liability interests. In doing so, Zayo will acquire indirect control of ENA.

The Applicants submit that the transaction described herein will serve the public interest. The Applicants expect that the merger will enable the combined entities to better meet the needs of enterprises, wholesale buyers, and other customers. The transaction will bring together two successful carrier organizations that have proven themselves in a highly competitive marketplace. The transaction will help create a stronger competitor by bringing together each organization’s respective strengths. Operating as an integrated company will allow each of the operating companies to be more competitive and to deliver greater value and variety of services to their customers than they do individually.

The Applicants further submit that the transaction will be conducted in a manner that will be largely transparent to their customers. The transaction will not result in a change of carrier for customers or any assignment of authorizations, and in no event will it result in the discontinuance, reduction, loss, or impairment of service to customers.

Conclusion

The Division has reviewed the notice filed by the Applicants for the transfer of control and concludes that the Applicants are in compliance with Commission Rule R746-349-7, and have provided reasonable documentation of the following:

1. The CLEC shall submit an application that includes but is not limited to:
 - a. Identification that it is not an ILEC,
 - b. Identification that it seeks approval of the application pursuant to this rule,
 - c. A reasonably detailed description of the transaction for which approval is sought,
 - d. A copy of any filings required by the Federal Communications Commission or any other state utility regulatory agency in connection with the transaction, and,
 - e. Copies of any notices, correspondence, or orders from any federal agency or any other state utility regulatory agency reviewing the transaction, which is the subject of the application.

The Division recommends the Commission acknowledge this notice.

- cc. Harris, Wiltshire & Grannis, LLP, Counsel for Commodore Intermediate Holdco, LLC and ENA Healthcare Services, LLC
Brian D. Motechin, ZMC II, L.P.
Kitty O'Conner, Education Networks of America, Inc.
Morgan, Lewis & Bockius, LLP Counsel for Zayo Group, LLC
Lauren Lantero, General Counsel, Corporate, Zayo Group Holdings, Inc.
Justin Jetter, Assistant Attorney General, State of Utah
Office of Consumer Services, State of Utah