

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

July 10, 2012

*Via Overnight Courier*

Jeff Derouen, Executive Director  
Kentucky Public Service Commission  
211 Sower Boulevard  
Frankfort, Kentucky 40601

**Re: Notification Regarding the Transfer of Minority Indirect  
Ownership of Zayo Group, LLC and 360networks (USA) inc. to  
Funds Affiliated with GTCR LLC**

**NOTICE OF CONSUMMATION**

Dear Mr. Derouen:

On behalf of Zayo Group, LLC ("Zayo"), 360networks (USA) inc. ("360networks") and one or more funds affiliated with GTCR LLC ("GTCR") (collectively, the "Parties"), this letter notifies the Commission that the transfer of indirect minority ownership of 360networks to GTCR LLC was completed. Additional information was provided in the Notification filed on April 10, 2012 (the "Notice"). Zayo and 360networks note that as a result of equity investments in Zayo by additional investors, the post-transaction ownership percentages of the 10% or greater owners of Communications Infrastructure Investments, LLC ("CII") are lower than listed in Exhibit A - "Post-Transaction Corporate Structure of CII" to the Notice, but still greater than 10%.

An original and ten (10) copies of this Notice of Consummation 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,



Jean L. Kiddoo  
Brett P. Ferenchak

Counsel for Zayo and 360networks

RECEIVED

JUL 11 2012

PUBLIC SERVICE  
COMMISSION

- 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