

BINGHAM

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Via Overnight Courier and Electronic Mail

Chairman James M. Allison
c/o Sharla Dillon, Dockets and Records Manager
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, TN 37243-0505
Sharla.Dillon@tn.gov

Re: Docket No. 13-00076
Notification of Zayo Group, LLC and USCarrier Telecom, LLC Regarding
a *Pro Forma* Intra-Company Transaction

NOTICE OF CONSUMMATION

Dear Chairman Allison:

On behalf of Zayo Group, LLC ("Zayo"), the successor in interest to USCarrier Telecom, LLC ("USCarrier") (together, the "Parties"), this letter notifies the Authority that on June 21, 2013, the Parties completed the roll-up of USCarrier into Zayo through a series of *pro forma* mergers, with Zayo as the surviving entity. Zayo is separately filing a request to cancel the authorization of USCarrier since USCarrier no longer exists as a separate entity.

An original and four (4) copies of this document are enclosed for filing. Please date-stamp the extra copy of this filing and return it in the envelope provided. Should you have any questions, please do not hesitate to contact us.

Respectfully submitted,



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