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Our file no.: 0000342779

December 7, 2009

**Via Federal Express**

Renee J. Jenkins, Director of Administration  
Docketing Department  
Public Utilities Commission of Ohio  
180 E. Broad St.  
Columbus, OH 43215-3793

**Re: Case No. 09-1919-TP-ACE - Application Zayo Enterprise Networks, LLC to  
Provide Resold and Facilities-Based Local Exchange and Competitive  
Telecommunications Services**

Dear Ms. Jenkins:

On behalf of Zayo Enterprise Networks, LLC ("ZEN") enclosed for filing are an original and seven (7) of its Motion for Protective Order with three (3) undredacted copies of Exhibit D-2 to the Application.

Please date stamp the extra copy of this filing and return it in the self-addressed, postage paid envelope provided. Should you have any questions regarding this Application, please do not hesitate to contact us.

Respectfully submitted,

*Brett P. Ferencsak*

Jean L. Kiddoo  
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Counsel for Zayo Enterprise Networks, LLC

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BEFORE THE  
PUBLIC UTILITIES COMMISSION OF OHIO

In the Matter of the Application of	)	
Zayo Enterprise Networks, LLC to	)	
Provide Resold and Facilities-Based Local	)	Case No. 09-1919-TP-ACE
Exchange and Competitive Telecommunications	)	
Services in the State of Ohio	)	

MOTION FOR PROTECTIVE ORDER

Zayo Enterprise Networks, LLC ("ZEN"), by its attorneys and pursuant to OAC 4901-1-24(D), moves for a protective order to prevent public disclosure of the confidential and proprietary financial information included as Exhibit D-2 in ZEN's *Telecommunications Supplemental Application Form for Carrier Certification*. In support of this Motion, ZEN states as follows:

1. ZEN is applying for authorization to provide local exchange and competitive telecommunications services in the State of Ohio. As part of that Application, ZEN provides the audited financial information of ZEN's parent, Zayo Group, LLC, as Exhibit D-2 (the "Confidential Exhibit").
2. ZEN is a privately held company whose sole owner is Zayo Group, LLC ("Zayo Group" and together with ZEN, the "Company"). Zayo Group is also a privately held company. Therefore, neither ZEN nor Zayo Group are required to file financial information with the United States Securities and Exchange Commission. Nor does the Company otherwise disclose its financial information to the public.
3. ZEN and Zayo Group use their best efforts to keep and maintain the confidentiality of the Confidential Exhibit. To the best of the Company's knowledge, the Confidential Exhibit has not been disclosed or released to the public.
4. The Confidential Exhibit derives economic value from not being generally known to and not being readily ascertainable by proper means by other person who can obtain economic

value from their disclosure and use. Specifically, the information contained therein is extremely sensitive financial information that could be used by competitors to determine revenue and other information damaging to the Company. Disclosure of such information would be extremely detrimental and could be used by the Company's competitors to materially affect the Company's ability to compete effectively.

5. Due to the sensitive nature of the Confidential Exhibit, it is appropriate for the Commission to limit access to it. The Confidential Exhibit should solely be used by the Commission in exercising its governmental functions in considering ZEN's Application. There is no legitimate purpose or public interest to be served in disclosing the Confidential Exhibit to the Company's current or future competitors or to any person other than the appropriate staff of the Commission.

WHEREFORE, Zayo Enterprise Networks, LLC respectfully requests that the Commission grant a Protective Order allowing Exhibit D-2 of the Application to be treated as confidential.

Respectfully submitted,



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Dated: December 7, 2009