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April 5, 2011

Via DIS

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

Re: Case No. 11-1347-TP-CIO - In the Matter of the Application of Zayo Group, LLC and Zayo Bandwidth, LLC for Approval of a *Pro Forma* Intra-Corporate Transaction
REVISED EXHIBIT D-1 AND EXHIBIT D-2

Dear Ms. Jenkins:

On behalf of Zayo Group, LLC ("Zayo") and Zayo Bandwidth, LLC ("ZB") (together, the "Applicants"), attached for filing is an electronic copy is a revised Exhibit D-1 "Customer Notice Information" and Exhibit D-2, "Customer Notice Affidavit" to the above-referenced Application. Revised Exhibit D-1 includes the actual language of the customer notice that was included as a notation in the affected customers invoices issued April 1, 2011.

Please acknowledge receipt and acceptance of this filing. Should you have any questions regarding this Application, please do not hesitate to contact us.

Respectfully submitted,



Jean L. Kiddoo
Brett P. Ferenchak

Counsel for the Applicants

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REVISED EXHIBIT D-1

Customer Notice Information

The affected telecommunications customers of ZB that will be transferred to Zayo will receive notice of the change in telecommunications service providers through a bill notation. The notice was provided to customers in their bill issued at least 30 days prior to their transfer. The text of the bill notation will be substantially similar to the following:

As a Zayo Bandwidth ("ZB") customer, we want to thank you again for your valued business. On an administrative note, on or about May 1, 2011, subject to receipt of any necessary regulatory approvals, Zayo Group, LLC will implement an internal corporate reorganization and consolidation in which Zayo Bandwidth will be merged into its current parent company Zayo Group, LLC. Upon completion of which your telecommunications carrier of record will be Zayo Group, LLC. Your services and the associated pricing and terms and conditions of service will not change as a result of this intra-corporate consolidation. Any future changes to the rates and terms and conditions of your services will be made in accordance with your contract and applicable law. There is no charge associated with this change and any preferred carrier freeze you have will remain in place. Your billing and account information will not change and we will continue to resolve any issues you may have with your account or service using the same customer service number: 1-866-236-2824.

We recognize that you always have a choice in telecommunications carrier and believe that this intra-corporate consolidation will enhance our ability to serve you. Zayo Group looks forward to continuing to provide you with the superior service you are accustomed to receiving and to the opportunity to provide you additional services.

EXHIBIT D-2

Customer Notice Affidavit

STATE OF COLORADO:

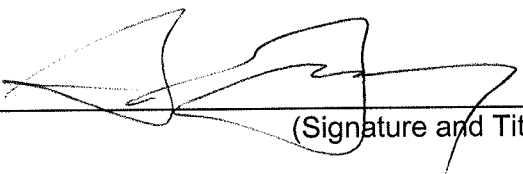
SS:

COUNTY OF BOULDER:

AFFIDAVIT

I, Scott E. Beer, am an authorized agent of the applicant corporation, Zayo Bandwidth, LLC and Zayo Group, LLC, and am authorized to make this statement on its behalf. I attest that the customer notice(s) accompanying this affidavit were sent to affected customers through a bill notation in their invoice issued on April 1, 2011, in accordance with Rule 4901:1-6-07, Ohio Administrative Code. I declare under penalty of perjury that the foregoing is true and correct.

Executed on 4-5-2011 New York
(Date) (Location)

/s/  _____
(Signature and Title)

Subscribed and sworn to before me this 4-5-2011
(Date)

 _____

Notary Public
My Commission Expires:

DEBRA-ANN PALUMBO
Notary Public, State of New York
No. 01PA4798559
Qualified in Kings County
Commission Expires Jan. 31, 2011

This foregoing document was electronically filed with the Public Utilities

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in

Case No(s). 11-1347-TP-CIO

Summary: Exhibit REVISED EXHIBIT D-1 AND EXHIBIT D-2 electronically filed by Mr. Brett P Ferenchak on behalf of Zayo Group, LLC and Zayo Bandwidth LLC