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January 26, 2011

By eFiling

Rosemary Chiavetta, Secretary
Pennsylvania Public Utility Commission
Commonwealth Keystone Building
400 North Street
Second Floor - Room N201
Harrisburg, PA 17120

Re: Docket No. A-_____ - Application of Zayo Bandwidth, LLC for approval to offer, render, furnish or supply competitive local exchange and competitive access provider telecommunications services to the public in the Commonwealth of Pennsylvania

EXHIBIT B TO APPLICATION

Dear Ms. Chiavetta:

On behalf of Zayo Group, LLC (“Zayo”), attached for filing is Exhibit B, Application for Foreign Registration, to the above-reference Application electronically filed on January 24, 2011 (eFiling Confirmation 1458509).

Per the Commission’s requirement a hard copy is being delivered by overnight courier. Please date-stamp the enclosed extra copy of this filing and return it in the envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact Brett Ferenchak at 202-373-6697

Respectfully submitted,



Jean L. Kiddoo
Brett P. Ferenchak
Kimberly A. Lacey

Counsel to Zayo Group, LLC

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Hartford
Hong Kong
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Los Angeles
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Exhibit B
Authority to Transact Business

PENNSYLVANIA DEPARTMENT OF STATE
CORPORATION BUREAU

Application for Registration - Foreign

(15 Pa.C.S.)

- Registered Limited Liability General Partnership (§ 8211)
 Registered Limited Liability Limited Partnership (§ 8211)
 Limited Partnership (§ 8582)
 Limited Liability Company (§ 8981)

Name **CT-COUNTER**
Address
City 8048350 State SO PA Zip Code

Document will be returned to the name and address you enter to the left.

Commonwealth of Pennsylvania
APPLICATION FOR REGISTRATION 3 Page(s)



T1101947060

Fee: \$250

In compliance with the requirements of the applicable provisions (relating to registration), the undersigned, desiring to register to do business in this Commonwealth, hereby states that:

1. The name to be registered is:
Zayo Group, LLC

2. (If the name set forth in paragraph 1 is not available for use in this Commonwealth, complete the following):
The name under which the limited liability company/limited liability partnership/limited partnership proposes to register and do business in this Commonwealth is:

3. The name of the jurisdiction under the laws of which it was organized and the date of its formation:
Jurisdiction: Delaware Date of Formation: 5/4/2007

4. The (a) address of its initial registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is:

(a) Number and street	City	State	Zip	County

(b) Name of Commercial Registered Office Provider <u>CT Corporation System</u>				County <u>Dauphin</u>

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PA. DEPT. OF STATE

5. Check and complete one of the following:

The address of the office required to be maintained by it in the jurisdiction of its organization by the laws of that jurisdiction is:

Number and street City State Zip

It is not required by the laws of its jurisdiction of organization to maintain an office therein and the address of its principal office is:

400 Centennial Pwky, Suite 200, Louisville, CO 80247

Number and street City State Zip

6. ~~For Restricted Professional Limited Liability Company Only. Strike out if inapplicable. The company is a restricted professional company organized to render the following professional service(s):~~

Limited Liability Partnership and Limited Partnership: Complete paragraphs 7 and 8

7. The name and business address of each general partner.

Name	Business Address

8. The address of the office at which is kept a list of the names and addresses of the limited partners and their capital contribution is:

Number and street City State Zip County

The registered partnership hereby undertakes to keep those records until its registration to do business in the Commonwealth is canceled or withdrawn.

IN TESTIMONY WHEREOF, the undersigned has caused this Application for Registration to be signed by a duly authorized officer/member or manager thereof this

11th day of January, 2011.

Zayo Group, LLC

Name of Partnership/Company

 Ken desGarenes
Signature

Manager

Title

CERTIFICATE OF SERVICE

I hereby certify that on this 26th day of January, 2011, I caused to be served a copy of the foregoing Exhibit B upon the following, by first class mail, postage prepaid, or equivalent service:

Office of Consumer Advocate
555 Walnut Street
5th Floor, Forum Place
Harrisburg, PA 17101-1923

Office of Small Business Advocate
Commerce Building, Suite 1102
300 North Second Street
Harrisburg, PA 17101

Office of the Attorney General
Office of Consumer Protection
Strawberry Square, 14th Floor
Harrisburg, PA 17120

In addition, a copy of the foregoing Exhibit B is also served this day by first class mail on the following Incumbent Local Exchange Carriers:

Ms. Julia A. Conover, Esq.
Verizon-Pennsylvania and Verizon-North
1717 Arch Street, 32 Floor
Philadelphia, PA 19103

Russell Gutshal
Embarq
PAHRSG0101
240 North 3rd Street
Harrisburg, PA 17101

Brett P Ferencik
