

# Morgan Lewis

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January 16, 2026

**Via E-Filing**

Leah Mohr, Executive Director  
South Dakota Public Utilities Commission  
Capitol Building, First Floor  
500 East Capital Avenue  
Pierre, South Dakota 57501-5070

**Re: Notice Regarding a *Pro Forma* Assignment of Certain Assets of Zayo Group, LLC to Zayo Network Services, LLC**

Dear Executive Director Mohr:

Zayo Group, LLC ("Zayo Group") and its subsidiary Zayo Network Services, LLC ("Zayo-NS") (together, the "Parties"), by undersigned counsel, notify the Commission of the planned *pro forma* assignment of certain assets of Zayo Group to Zayo-NS (the "*Pro Forma Assignment*"). As described below, this Notice relates to Zayo Group's business plan to implement an internal restructuring which will organize certain of its network and high-capacity bandwidth and enterprise operations into Zayo-NS.

Commission action is not required for the *Pro Forma Assignment* described herein.<sup>1</sup> Accordingly, the Parties submit this letter for informational purposes.

**Description of the Parties**

Zayo Group and Zayo-NS are each a Delaware limited liability company with a principal office located at 1401 Wynkoop Street, Suite 500, Denver, Colorado 80202. Zayo-NS is an indirect, wholly owned subsidiary of Zayo Group. Zayo Group is a direct, wholly owned subsidiary of Zayo Group Holdings, Inc. ("Holdings," and together with its subsidiaries including the Parties, the "Company"), a Delaware corporation.

The Company is a leading U.S. provider of bandwidth infrastructure and interconnection services over regional and metropolitan fiber networks. These services enable customers to

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<sup>1</sup> The *Pro Forma Assignment* does not require approval under S.D. Codified Laws § 49-31-59 because Zayo Group is not "passing, for consideration, ... assets by which [it] provides local exchange service throughout a local exchange area utilizing its own facilities," as this is part of an internal restructuring not involving consideration.

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manage, operate, and scale their telecommunications and data networks. Zayo Group customers consist primarily of wireless service providers, national and regional communications service providers, media/Internet/content companies, governments, banks, and other bandwidth-intensive enterprises. Zayo Group is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the District of Columbia and every U.S. state except Alaska. The primary telecommunications service offerings of Zayo Group include high-capacity bandwidth services such as private line, Ethernet, and wavelength services. In South Dakota, Zayo Group is authorized to provide competitive local exchange telecommunications services, originally granted in Docket No. TC06-063 on September 11, 2006, and interexchange telecommunications services, originally granted in Docket No. TC00-079 on August 25, 2000.<sup>2</sup> Zayo-NS is authorized to provide competitive local exchange telecommunications services, granted in Docket No. TC25-032 on October 8, 2025, and interexchange telecommunications services, granted in Docket No. TC25-033 on October 9, 2025.

Zayo Group also is authorized by the Federal Communications Commission ("FCC") to provide domestic (interstate) and international telecommunications services in addition to certain point-to-point wireless services, and Zayo-NS is authorized by the FCC to provide domestic (interstate) telecommunications services in addition to certain point-to-point wireless services.

Additional information concerning the Parties' technical, managerial and financial qualifications has been submitted to the Commission as part of their respective certification applications and filings for prior transactions with the Commission and is therefore already a matter of public record and incorporated by reference. After the *Pro Forma* Assignment is completed, the Parties will remain well-qualified to provide service to their customers, and their operations will continue to be overseen by the same well-qualified management team with substantial telecommunications experience and technical expertise.

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<sup>2</sup> The Certificates were originally granted to 360networks (USA) Inc. ("360networks") (formerly known as Worldwide Fiber Networks, Inc.). Subsequently, in Docket No. TC12-191 on March 1, 2013, the Commission approved the transfer of 360networks' Certificates to Zayo Group.

### **Contacts**

Inquiries or copies of any correspondence or other materials pertaining to this filing should be directed to:

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*With a copy to:*  
Lauren Lantero  
Zayo Group, LLC  
1401 Wynkoop Street, Suite 500  
Denver, CO 80202  
Tel: 303-381-3239  
[lauren.lantero@zayo.com](mailto:lauren.lantero@zayo.com)

### **Description of the *Pro Forma* Assignment**

The *Pro Forma* Assignment is part of Zayo Group's plan to execute an internal restructuring which will organize its network and operations being assigned. Zayo Group will continue to provide telecommunications services to other existing and new customers that are not a part of this internal restructuring plan.<sup>3</sup> Zayo Group will implement this plan by assigning to Zayo-NS certain assets in South Dakota, including communications optical fiber, certain customer contracts, rights in third party fibers, and associated telecommunications equipment used to provision services or facilities to the affected customers. A depiction of the *Pro Forma* Assignment is included as **Exhibit A**.

The affected enterprise and carrier customers receive primarily high-capacity bandwidth services such as private line, Ethernet and wavelength services, and non-telecommunications services including, but not limited to, managed services and broadband internet access services. The affected customers will be sent a notice of the *Pro Forma* Assignment at least 30 days prior to the *Pro Forma* Assignment. A sample of the notice to be provided to customers is attached as **Exhibit B**. The *Pro Forma* Assignment will not disadvantage customers or cause confusion or disruption to customers since Zayo-NS will market and perform its services under the "Zayo" brand and will operate through the same customer service, technical, operational, and managerial personnel as Zayo Group.

### **Public Interest Considerations**

The Parties respectfully submit that the proposed *Pro Forma* Assignment serves the public interest. The *Pro Forma* Assignment will result in the assignment of customers, assets and infrastructure between affiliated companies that will continue to provide telecommunications services to such assigned customers without interruption. Zayo-NS will

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<sup>3</sup> Since Zayo Group may continue to provide telecommunications services to other existing customers that are not assigned to Zayo-NS, as well as future customers, Zayo Group intends to retain its authorizations to provide telecommunications services in South Dakota at this time.

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provide services at the same rates and on the same terms and conditions as provided by Zayo Group (subject to future changes in the ordinary course of business pursuant to applicable law and contract provisions). Given that the Parties share the same management team, customers will continue to benefit from that team's knowledge and experience in the South Dakota market.

\* \* \* \*

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

Respectfully submitted,

*/s/ Patricia Cave* \_\_\_\_\_

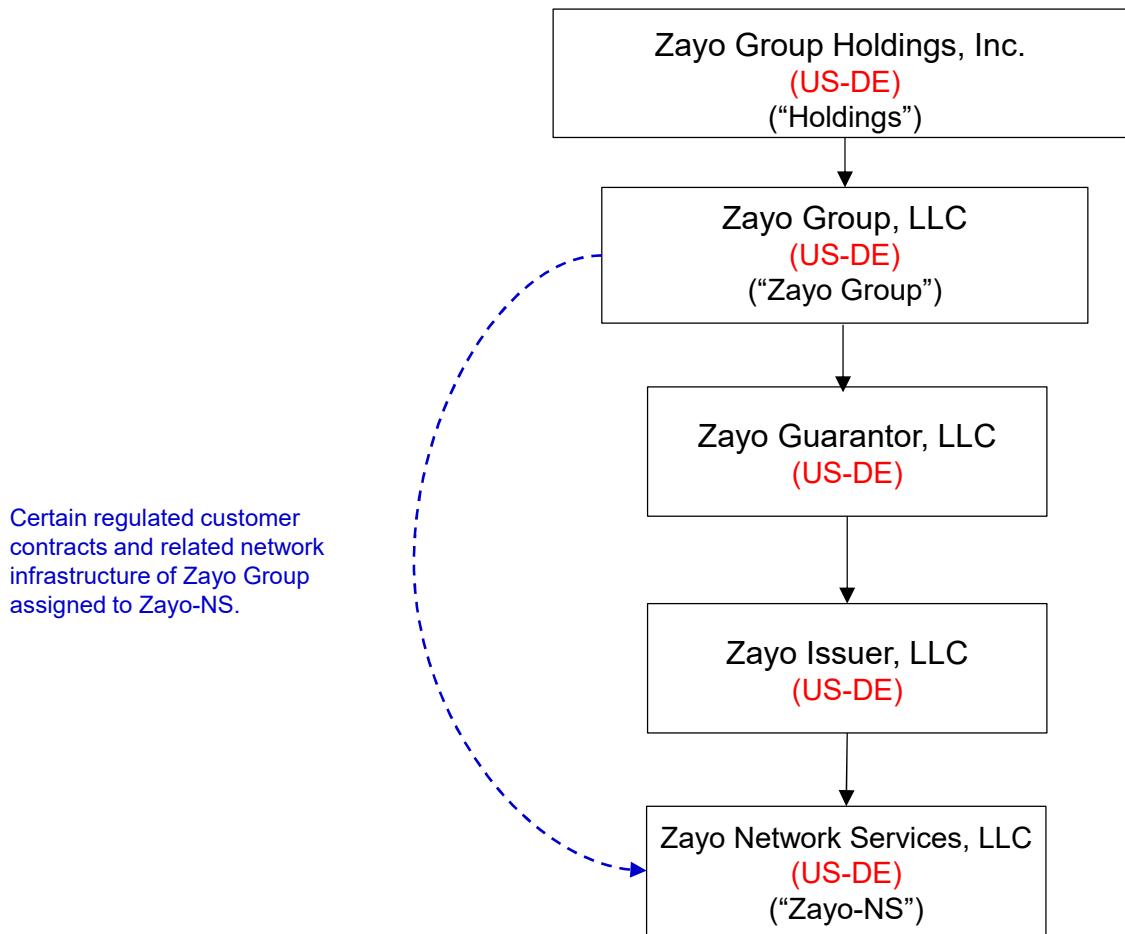
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*Counsel for the Parties*

**EXHIBIT A**

**Depiction of the *Pro Forma* Assignment**

## Current Ownership and Depiction of *Pro Forma* Assignment\*

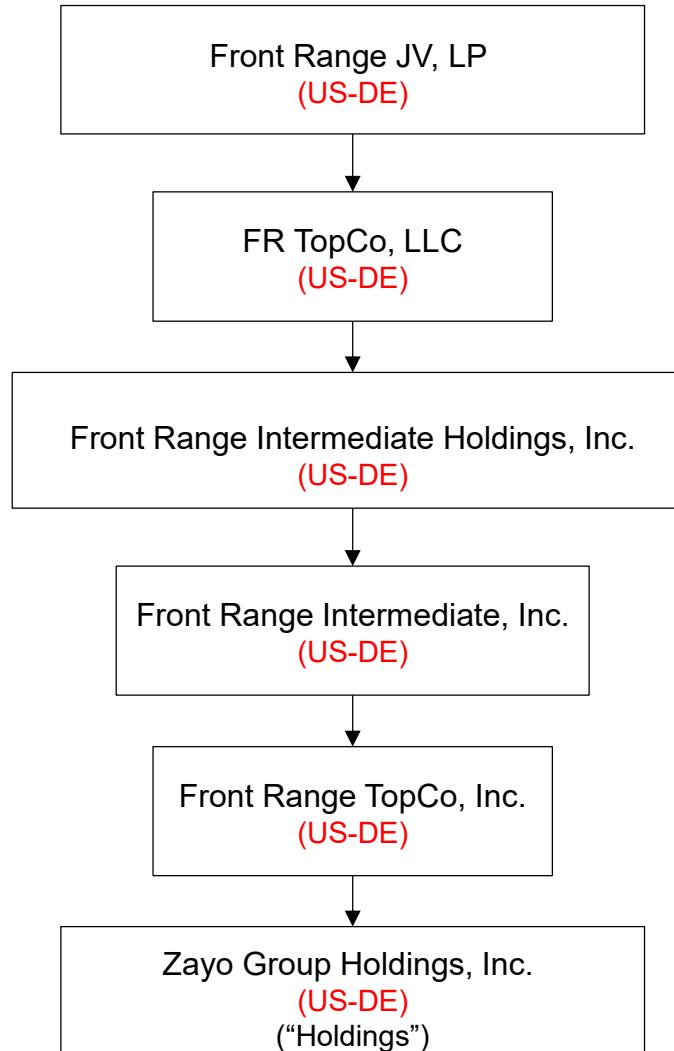


\*The entities listed herein only include the regulated parties involved in the *Pro Forma* Assignment and the entities that are in their chain of ownership. The chart excludes all other subsidiaries of Holdings.

Certain regulated customer contracts and related network infrastructure of Zayo Group assigned to Zayo-NS.

\*\*All ownership percentages are 100%.

## Corporate Ownership Structure of Holdings (Chart 2)



\*The entities listed herein only include the entities that are in the chain of ownership of the regulated carriers involved in the *Pro Forma Assignment*. The chart excludes all other entities in the chain of ownership of Holdings.

(see Chart 1 for Subsidiaries of Holdings)

\*\*All ownership percentages are 100%.

**EXHIBIT B**

**Sample Customer Notice**

For Managed Services Customers:

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### **Service Provider Change Communication**

In the upcoming months, your services will be transitioned to Zayo Network Services, LLC, a subsidiary of Zayo Group, LLC. There is no required action at this time. Your services, pricing, and terms and conditions will remain unchanged as a result of this transition, and there is no cost associated with this change. You will continue to receive support through our existing customer support number: 1-888-444-1976. In the future, you will receive a bill directly from Zayo Network Services, LLC, along with updated payment instructions, which may include changes to the payment address and/or banking details.

We recognize that, under the terms of your contract, you have a choice in providers. We're confident this change will enhance our ability to support your business and continue delivering the high-quality service you expect. Thank you for your continued partnership.

For Non-Managed Services Customers:

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We wanted to make you aware of a change in how your services are managed.

In the upcoming months, certain services you receive in the Northwest and/or Southeast United States will be transitioned to Zayo Network Services, LLC, a subsidiary of Zayo Group, LLC.

Please note the following important details:

- **No action** is required at this time.
- Your services, pricing, and terms and conditions will **remain unchanged** as a result of the transition
- There is **no cost** associated with this change.
- You will continue to receive support through our existing customer service number: 1-866-364-6033.
- In the future, you will receive a bill directly from **Zayo Network Services, LLC**, along with updated payment instructions, which may include changes to the payment address and/or banking details.

We will provide additional information about these account changes in the upcoming months, through your bill inserts and other communications, to ensure you have everything you need well in advance.

We recognize that, under the terms of your contract, you have a choice in providers. We're confident that this change will enhance our ability to support your business and continue delivering the high-quality service you expect.

Thank you for your continued partnership.

## **VERIFICATION**

STATE OF COLORADO

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§  
§

COUNTY OF DENVER

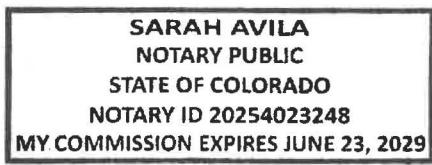
### VERIFICATION

I, Lauren Lantero, state that I am Chief Legal Officer and Secretary of Zayo Group, LLC and Zayo Network Services, LLC (formerly known as Zayo Northeast, LLC) (collectively, the "Company"); that I am authorized to make this Verification on behalf of the Company; that the foregoing filing was prepared under my direction and supervision; and that the contents with respect to the Company are true and correct to the best of my knowledge, information and belief.



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Lauren Lantero  
Chief Legal Officer and Secretary  
Zayo Group, LLC  
Zayo Network Services, LLC

SWORN TO AND SUBSCRIBED before me on the 15 day of January, 2026.



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Sarah Avila  
Notary Public

My commission expires: June 23, 2029