

**BEFORE THE
MISSOURI PUBLIC SERVICE COMMISSION**

Application of)	
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)	
360networks (USA) inc.)	
)	Case No. _____
For Approval to Cancel its Certificate of)	
Service Authority and Withdrawal of Tariff(s))	
)	

**APPLICATION FOR THE CANCELLATION OF CERTIFICATE OF SERVICE
AUTHORITY AND WITHDRAWAL OF TARIFF(S)**

COMES NOW 360networks (USA) inc. ("360 networks" or "Company"), pursuant to Section 392.410.5 RSMo and the Rules of the Missouri Public Service Commission ("Commission"), and hereby requests the Commission cancel its Certificate of Service Authority ("CSA") as well as any approved tariff. In support of its request, the Company states the following:

1. 360networks (USA) inc. is a Nevada corporation and a wholly-owned indirect subsidiary of Zayo Group, LLC ("Zayo"). 360networks' principal place of business is 400 Centennial Parkway, Suite 200, Louisville, Colorado 80027. A copy of the Company's Certificate of Authority to Transact Business is provided as Exhibit A. A copy of the Company's Certificate of Good Standing from the Missouri Secretary of State is provided hereto as Exhibit B.

2. The name and address of the Company's representatives to whom correspondence and communications pertaining to this Application should be addressed are:

Mark W. Comley
Newman, Comley & Ruth P.C.
601 Monroe Street, Suite 301
P.O. Box 537
Jefferson City, Missouri 65102-0537
573-634-2266 ext. 301 (tel)
573-636-3306 (fax)
comleym@ncrpc.com

For the Company:

Jill Sandford
Associate General Counsel
Zayo Group, LLC
360 Hamilton Avenue
White Plains, NY 10601
914-421-7585 (tel)
914-421-6793 (fax)
jill.sandford@zayo.com

with copies to:

Jean L. Kiddoo
Brett P. Ferenczak
Bingham McCutchen LLP
2020 K Street, N.W., Suite 1100
Washington, DC 20006-1806
202-373-6000 (tel)
202-373-6001 (fax)
jean.kiddoo@bingham.com
brett.ferenczak@bingham.com

3. The Company's contact for any outstanding regulatory obligations is:

Tim Gentry
Corporate Controller
Zayo Group, LLC
400 Centennial Parkway, Suite 200
Louisville, CO 80027
303-381-4662 (tel)
303-226-5922 (fax)
tim.gentry@zayo.com

4. In Missouri, 360networks is authorized to provide (1) basic local exchange telecommunications services pursuant to the CSA granted by the Commission in Case No. TA-2001-281 and (2) non-switched local exchange and interexchange pursuant to a CSA granted in Case No. TO-2001-99.

5. The Company does not provide telecommunications services in Missouri and has no intention of doing so in the future. The Company, therefore, no longer requires its CSA.

6. Because the Company does not serve any customers or have any active operations in Missouri, the Company respectfully submits that the surrender and cancellation of its CSA and withdrawal of its tariff(s) are reasonable and necessary.

7. The Company states that, to the best of its knowledge, (1) there are no annual reports or assessment fees that are overdue for the Company in Missouri and (2) the Company does not have any pending action or unsatisfied final judgments or decisions against it in any

state, federal agency or court which involves customers service or rates, which has occurred within three years of this Application.

8. The Commission has the authority to cancel a CSA pursuant to Section 392.410.5 RSMo (Supp. 2011), which provides that:

Any certificate of service authority may be altered or modified by the commission after notice and hearing, upon its own motion or upon application of the person or company affected.

However, the Commission need not hold a hearing if, after proper notice and opportunity to intervene, no party requests such a hearing.

WHEREFORE, the Company respectfully requests that the Commission grant this Application and cancel the Certificate of Service Authority for 360networks (USA), inc. and withdraw its approved tariff(s) on file, together with such other and further relief as is necessary or convenient to affording the relief herein requested.

Respectfully submitted,

/s/ Mark W. Comley
Mark W. Comley #28847
Newman, Comley & Ruth P.C.
601 Monroe Street, Suite 301
P.O. Box 537
Jefferson City, Missouri 65102-0537
573-634-2266 ext. 301 (tel)
573-636-3306 (fax)
comleym@ncrpc.com

Counsel to the Company

Certificate of Service

I hereby certify that a true and correct copy of the above and foregoing document was sent via e-mail on this 15th day of November, 2012, to General Counsel's Office at gencounsel@psc.mo.gov; and Office of Public Counsel at opcservice@ded.mo.gov.

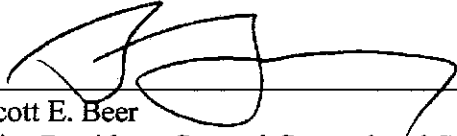
/s/ Mark W. Comley

STATE OF COLORADO
COUNTY OF BOULDER

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VERIFICATION

I, Scott E. Beer, am Vice President, General Counsel and Secretary of Zayo Group, LLC and its subsidiaries (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 are true and correct to the best of my knowledge, information, and belief.



Scott E. Beer
Vice President, General Counsel and Secretary
Zayo Group, LLC

Sworn and subscribed before me this 7th day of November, 2012.



Notary Public

My Commission Expires
08/24/2014

My commission expires _____

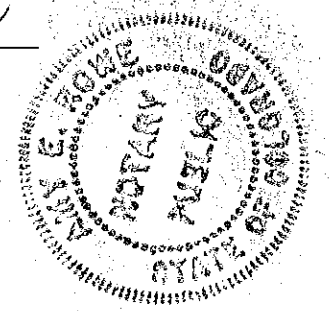


EXHIBIT A

Certificate of Authority to Transact Business

No. F00471734

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
AMENDED CERTIFICATE OF AUTHORITY
OF A FOREIGN CORPORATION

WHEREAS,

360NETWORKS (USA) INC.

Formerly,

WORLDWIDE FIBER NETWORKS, INC.

incorporated under the laws of the State of NEVADA and now in existence and in good standing in said State, and qualified to transact business in Missouri has delivered to me, duly authenticated evidence of an amendment to its Articles of Incorporation as provided by law, and has, in all respects, complied with the requirements of the The General and Business Corporation Law of Missouri, governing Amendments to the Articles of Incorporation of Foreign Corporations, and in accordance therewith issue this Certificate of Amendment.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 10th day of AUGUST, 2000.

Rebecca McDowell Cook

Secretary of State

\$25.00

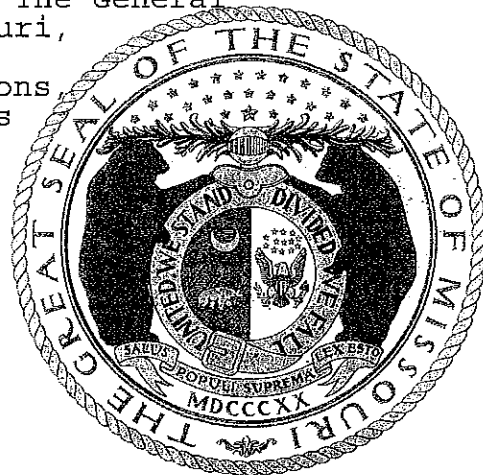


EXHIBIT B

Certificate of Good Standing

STATE OF MISSOURI



Robin Carnahan
Secretary of State

CORPORATION DIVISION
CERTIFICATE OF GOOD STANDING

I, ROBIN CARNAHAN, Secretary of the State of Missouri, do hereby certify that the records in my office and in my care and custody reveal that

360NETWORKS (USA) INC.

using in Missouri the name

**360NETWORKS (USA) INC.
F00471734**

a NEVADA entity was created under the laws of this State on the 8th day of July, 1999, and is in good standing, having fully complied with all requirements of this office.

IN TESTIMONY WHEREOF, I have set my hand and imprinted the GREAT SEAL of the State of Missouri, on this, the 9th day of November, 2012

A handwritten signature in cursive script that reads "Robin Carnahan".

Secretary of State

