BEFORE THE NEBRASKA PUBLIC SERVICE COMMISSION

In the Matter of the Joint) .	Applicati	on No.	C-49	969
	,				
Application of Near North)				
Partners, LLC, Mankato,)				
Minnesota, and Zayo Group, LLC,) .	GRANTED			
Boulder, Colorado, seeking)				
approval to transfer assets.)				
)	Entered:	March	27,	2018

BY THE COMMISSION:

On February 14, 2018, an application was jointly filed with the Nebraska Public Service Commission ("Commission") by Near North Partners, LLC ("NNP"), of Mankato, Minnesota, and Zayo Group, LLC ("Zayo"), of Boulder, Colorado, seeking approval of a transfer of NNP's assets to Zayo. The assets included would be substantially all of NNP's assets, including all network facilities and customers.

Notice of the application was published in <u>The Daily Record</u>, Omaha, Nebraska, on February 23, 2018. No protests were filed; therefore, this application is processed pursuant to the Commission's Rule of Modified Procedure.

OPINION AND FINDINGS

The Parties:

Zayo is a Delaware limited liability company which is a wholly-owned direct subsidiary of Zayo Group Holdings, Inc. ("Holdings"), a publicly traded Delaware corporation which has no majority owner. Both Zayo and Holdings have their principal offices located in Boulder, Colorado. Zayo is a provider of bandwidth infrastructure and network neutral colocation and interconnection services over fiber networks. Zayo is authorized in the State of Nebraska to provide local exchange telecommunications services and interexchange telecommunications services pursuant to authority granted in Commission Dockets Nos. C-2078, C-4007, and C-4541.

NNP is an Illinois limited liability company which is a wholly-owned direct subsidiary of Neutral Path Holdings, LLC ("NP Holdings"). NNP operates a fiber-based transport business providing facilities-based point-to-point transport communications facilities and related services. NP Holdings does not hold any certificates or authorizations to provide telecommunications in Nebraska; however, NNP holds authority to provide inter-LATA and intra-LATA private line transport services in Nebraska pursuant to authority granted in Commission

Application No. C-4969

Page 2

Application No. C-4792. Both NNP and NP Holdings have their principal place of business in Mankato, Minnesota.

<u>Description of the Transaction:</u>

On January 28, 2018, Zayo entered into an Asset Purchase Agreement with NNP and its affiliate Neutral Path Connections ("NPC"). Under the terms of the Agreement, Zayo will acquire substantially all of the assets from NNP and NPC, including all network facilities and customers.

The Applicants state that under the terms of the proposed agreement, NNP's customers will continue to receive service on the same terms and conditions from Zayo without interruption or disruption. The Applicants further state that any future changes in rates, terms, and conditions of service to Zayo's customers will be undertaken pursuant to applicable federal and state notice and tariff obligations, as well as Zayo's contractual obligations.

The Applicants state that the transaction is in the public interest because it will increase competition among telecommunications carriers within Nebraska and other states, and will allow Nebraska consumers to access to a larger service platform and more extensive customer service and customer support. Included with the application is a Sample Customer Notice stating that the customer's services and facilities will not be affected and that the transaction should be transparent to the customer, and providing contact email addresses and a contact phone number.

The Applicants request that the authority previously granted to NNP in Commission Docket No. C-4792 be cancelled by the Commission upon notice from the Applicants that the transaction was completed.

Based upon the evidence presented, the Commission finds the application to be fair and reasonable and in the public interest. The application should be granted.

ORDER

IT IS THEREFORE ORDERED by the Nebraska Public Service Commission that Application No. C-4969 be, and it is hereby, granted.

IT IS FURTHER ORDERED that the authority granted by the Commission to Near North Partners, LLC, to operate and provide inter-LATA and intra-LATA private line transport services within the State of Nebraska will remain in effect until further order of the Commission.

Application No. C-4969

Page 3

MADE AND ENTERED at Lincoln, Nebraska, this 27th day of March, 2018.

NEBRASKA PUBLIC SERVICE COMMISSION

COMMISSIONERS CONCURRING:

Chair

ATTEST:

Executive Director

//s//Frank E. Landis
//s//Mary Ridder