



100 Meridian Centre
Suite 250
Rochester, NY 14618-3979

Director - Regulatory Affairs and Contract Management
mnighan@afsnetworks.com
585.785.5837
585.785.5838 (fax)

March 4, 2008
Via ECFS

Marlene H. Dortch, Secretary
Federal Communications Commission
9300 East Hampton Dr.
Capitol Heights, MD 20743

Re: Fourth Supplemental Filing - Docket No. 08-1 - In the Matter of the Joint Application of American Fiber Systems, Inc. ("Transferee"), and USCarrier Telecom Holdings, LLC ("Transferor") and USCarrier Telecom, LLC ("Transferor") For Grant of Authority Pursuant to Section 214 of the Telecommunications Act of 1934, as amended, and Sections 63.04 and 63.24 of the commission's Rules to Complete a Transfer of Control of USCarrier Telecom, LLC, Authorized Domestic and International Section 214 Carrier, to American Fiber Systems, Inc.

Dear Ms. Dortch:

In response to a request by Staff, American Fiber Systems, Inc. ("AFS" or "Transferee") hereby files as a Fourth Supplement to the Joint Application referenced above, the following information.

Staff has requested additional ownership information relating to Lucent Venture Partners Inc., as an entity owning a 10% or greater interest in Lucent Venture Partners II, LLC. Specifically, Staff has now requested the identification of any entity owning a 10% or greater ownership or voting interest in Lucent Venture Partners Inc. That information, as well as comparable ownership information for the subsequent ownership chain for Lucent Venture Partners Inc. is also enclosed herein.

In response, AFS submits the following. In order to ensure clarity we are also restating the "Lucent Venture" line of ownership information previously submitted by AFS in this Application:

(FCC, p. 2)

1. Entities owning a 10% or greater equity or voting interest in American Fiber Systems, Inc.:

Name & Address	% Equity	Citizenship	Principal Business and Address
American Fiber Systems Holding Corporation	100%	United States	Holding Company 100 Meridian Centre Suite 250 Rochester, NY 14618

2. Entities owning a 10% or greater equity or voting interest in American Fiber Systems Holding Corporation:

Name & Address	% Equity	Citizenship	Principal Business and Address
Lucent Venture Partners II, LLC	12%	United States	Venture Capitalist 600 Mountain Ave. Murray Hill, NJ 07974

3. Entities owning a 10% or greater equity or voting interest in Lucent Venture Partners II, LLC:

Name & Address	% Equity	Citizenship	Principal Business and Address
Lucent Venture Partners, Inc.	100%	United States	Venture Capitalist 600 Mountain Ave. Murray Hill, NJ 07974

(FCC, p. 3)

4. Entities owning a 10% or greater equity or voting interest in Lucent Venture Partners Inc.:

Name & Address	% Equity	Citizenship	Principal Business and Address
Lucent Asset Management Corporation	100%	United States	Corporate Asset Management 600 Mountain Road Murray Hill, NJ 07974

5. Entities owning a 10% or greater equity or voting interest in Lucent Asset Management Corporation:

Name & Address	% Equity	Citizenship	Principal Business and Address
Lucent Technologies Inc.	100%	United States	Telecommunications Equipment Manufacturing 600 Mountain Road Murray Hill, NJ 07974

6. Entities owning a 10% or greater equity or voting interest in Lucent Technologies Inc.:

Name & Address	% Equity	Citizenship	Principal Business and Address
Alcatel	100%	French	Publically Held Company - Telecommunications Equipment Manufacturing 54 rue de la Boetie 75008 Paris France

(FCC, p. 4)

7. Entities owning a 10% or greater equity or voting interest in Alcatel:

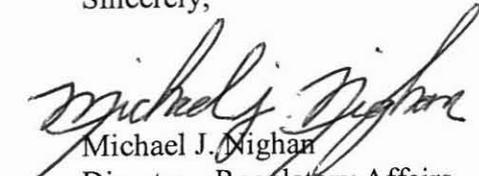
Name & Address	% Equity	Citizenship	Principal Business and Address
None	NA	NA	NA

In addition, AFS confirms that to the best of our knowledge, and based upon publically-available information, that none of the entities listed herein with a 10% or greater interest in American Fiber Systems, Inc. have a 10% or greater interest, or controlling interest, in any other telecommunications carrier providing or offering domestic telecommunications services.

A Certificate as to the accuracy of the above information is also enclosed herein.

Please advise if with the provided information you will now be able to expeditiously process our pending application and publish the public notice(s) for streamlined processing. We appreciate the guidance and assistance you have provided to us as we proceed to bring this mater to a conclusion.

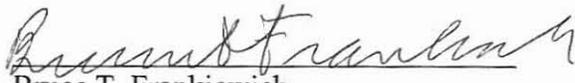
Sincerely,


Michael J. Nighan
Director - Regulatory Affairs

Enclosure

CERTIFICATION

I, Bruce T. Frankiewich, Vice President of Legal and Regulatory Affairs for American Fiber Systems, Inc., hereby certify under penalty of perjury that I am authorized to make this Certification on behalf of American Fiber Systems, Inc. I further certify that the information in the foregoing Supplemental Filing to the Joint Application as it pertains to American Fiber Systems, Inc., its parent, affiliates and subsidiaries is true and accurate to the best of my knowledge, based on publically-available information.



Bruce T. Frankiewich
Vice President of Legal and Regulatory Affairs

Date: March 4, 2008