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February 29, 2012

Via ECFS

Marlene H. Dortch
Office of the Secretary
Federal Communications Commission
445 12th Street, S.W.
Suite TW-A325
Washington, DC 20554

**Re: Zayo Group, LLC (Form 499 Filer ID 828965)
360networks (USA) inc. (Form 499 Filer ID 821352)
American Fiber Systems, Inc. (Form 499 Filer ID 821650)
Zayo Bandwidth Tennessee, LLC (Form 499 Filer ID 827082)
Zayo Bandwidth, LLC (Form 499 Filer ID 828003)
Zayo Fiber Solutions, LLC (Form 499 Filer ID 827945)**

**2011 CPNI Compliance Certification
EB Docket No. 06-36**

Dear Ms. Dortch:

On behalf of Zayo Group, LLC, 360networks (USA) inc., American Fiber Systems, Inc., Zayo Bandwidth, LLC, Zayo Bandwidth Tennessee, LLC and Zayo Fiber Solutions, LLC (collectively, the "Zayo Group Entities"), and pursuant to 47 C.F.R. § 64.2009(e), enclosed is the Zayo Group Entities' CPNI Certification for calendar year 2011.

Respectfully submitted,



Jean L. Kiddoo
Brett P. Ferenchak

Counsel for the Zayo Group Entities

Enclosure

cc: Best Copy and Printing, Inc. (FCC@BCPIWEB.COM)

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**Annual 47 C.F.R. § 64.2009(e) CPNI Certification
EB Docket 06-36**

Annual 64.2009(e) CPNI Certification for 2012 covering the prior calendar year 2011.

Date filed: February 29, 2012

<u>Names of companies covered by this certification:</u>	<u>Form 499 Filer ID:</u>
Zayo Group, LLC	828965
360networks (USA) inc.	821352
American Fiber Systems, Inc.	821650
Zayo Bandwidth Tennessee, LLC ¹ (formerly known as Memphis Networx, LLC)	827082
Zayo Bandwidth, LLC ¹	828003
Zayo Fiber Solutions, LLC ¹ (formerly known as AGL Networks, LLC)	827945

Name of signatory: Scott E. Beer

Title of signatory: Vice President, General Counsel and Secretary

Certification:

I, Scott E. Beer, certify that I am an officer of the companies named above, and acting as an agent of the companies, that I have personal knowledge that the companies have established operating procedures that are adequate to ensure compliance with the Commission's CPNI rules. *See 47 C.F.R. § 64.2001 et seq.*

Attached to this certification is an accompanying statement explaining how the companies' procedures ensure that the companies are in compliance with the requirements (including those mandating the adoption of CPNI procedures, training, recordkeeping, and supervisory review) set forth in section 64.2001 *et seq.* of the Commission's rules.

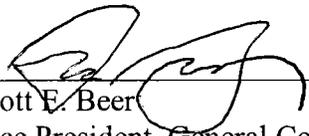
The companies have not taken actions (i.e., proceedings instituted or petitions filed by a company at either state commissions, the court system, or at the Commission against data brokers) against data brokers in the past year.

¹ On June 30, 2011, Zayo Bandwidth Tennessee, LLC merged with and into Zayo Bandwidth, LLC ("ZB"), with ZB surviving the merger; immediately thereafter ZB and Zayo Fiber Solutions, LLC merged with and into Zayo Group, LLC ("Zayo Group") with Zayo Group surviving the merger. Zayo Group is, therefore, the successor in interest to these companies and provides this certification with respect to their CPNI compliance for the calendar year 2011.

The companies have not received any customer complaints in the past year concerning the unauthorized release of CPNI.

The companies represent and warrant that the above certification is consistent with 47 C.F.R § 1.17 which requires truthful and accurate statements to the Commission. The companies also acknowledge that false statements and misrepresentations to the Commission are punishable under Title 18 of the U.S. Code and may subject it to enforcement action.

Signed



Scott E. Beer

Vice President, General Counsel and Secretary

CERTIFICATION OF CPNI FILING BY THE ZAYO GROUP ENTITIES
FEBRUARY __, 2012
EB Docket No. 06-36; EB-06-TC-060

Statement of CPNI Procedures and Compliance

Zayo Group, LLC, 360networks (USA) inc., American Fiber Systems, Inc. and the following entities that were merged into Zayo Group, LLC during calendar year 2011 -- Zayo Bandwidth, LLC, Zayo Bandwidth Tennessee, LLC and Zayo Fiber Solutions, LLC (collectively, the "Zayo Group Entities") -- provide wholesale bandwidth services to other carriers, government and enterprise customers and large business customers.

The Zayo Group Entities do not use or permit access to CPNI to market any services outside of the "total services approach" as specified in 47 CFR §64.2005. Nor do the Zayo Group Entities allow affiliates or third parties access to CPNI for marketing-related purposes. If the Zayo Group Entities elect to use CPNI in a manner that does require customer approval, they will follow the applicable rules set forth in 47 CFR §64.2001 *et seq.*, including the institution of operational procedures to ensure that the appropriate notification is provided and customer approval is obtained before CPNI is used or disclosed. The Zayo Group Entities will develop and implement an appropriate tracking method to ensure that customers' CPNI approval status can be verified prior to using CPNI for marketing-related purposes. The Zayo Group Entities will also adopt the requisite record-keeping requirements should they use CPNI in the future for marketing-related purposes.

Consistent with the Commission's rules, the Zayo Group Entities use, disclose, and permit access to CPNI without customer approval for the purposes of: (1) billing and collecting for services rendered; (2) protecting the rights and property of the Zayo Group Entities, other users, and other carriers from unlawful use; (3) providing inside wiring, installation, maintenance, and repair services; and (4) providing or marketing services that are within the same class of services to which the customer already subscribes.

Zayo Group Entities do not engage in marketing when a customer makes an inbound call to one of the Zayo Group Entities. Should the Zayo Group Entities change this practice, the companies will, in accordance with the CPNI rules, obtain a customer's oral authorization that the Zayo Group Entities' customer service representatives may access a customer's CPNI during the course of an inbound or outbound telephone conversation, solely for the duration of that conversation. Each such representative of the Zayo Group Entities will be required to provide the disclosures demanded by 64.2008(c) of the CPNI rules including informing customers of their right to deny access to the CPNI before requesting this one-time consent.

The Zayo Group Entities will not provide CPNI without proper customer authentication and do not provide call detail records over the phone. Call detail records are provided exclusively via e-mail or U.S. mail, to the postal or electronic address of record. In order to authenticate a customer's identity prior to disclosing CPNI, the Zayo Group Entities authenticate the customer using a variety of methods. The Zayo Group Entities will inform customers of change of address in a manner that conforms with the relevant rules.

The Zayo Group Entities have implemented procedures to provide law enforcement with notice should a breach of CPNI occur. After notifying law enforcement and unless directed otherwise, the Zayo Group Entities will notify affected customers. The Zayo Group Entities will maintain a record of any CPNI-related breaches for a period of at least two years.

The Zayo Group Entities provide training concerning CPNI compliance. All employees of the Zayo Group Entities are required to maintain the confidentiality of all information, including customer information that is obtained as a result of their employment by the Zayo Group Entities. Employees of the Zayo Group Entities who do not abide by these policies or otherwise permit the unauthorized use or disclosure of CPNI will be subject to discipline, including possible termination.