

Jean L. Kiddoo
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May 27, 2014

Via Overnight Courier and E-Mail

Oregon Public Utility Commission
Attn: Filing Center
550 Capitol Street, N.E.
Suite 215
Salem, OR 97301-2551
PUC.FilingCenter@state.or.us

**Re: Onvoy, LLC
Notification of Conversion and Resulting Name Change**

Dear Sir or Madam:

Onvoy, LLC (formerly known as Onvoy, Inc. d/b/a Onvoy Voice Services) (the "Company") hereby notifies the Commission (1) that the Company converted from a Minnesota corporation to a Minnesota limited liability company and (2) of the resulting name change to "Onvoy, LLC." The conversion of the Company to a limited liability company was merely a change in its corporate form accomplished through the filing of Articles of Conversion in Minnesota and did not entail a merger or other transaction that extinguished the existence of the Company. The Company requests that the Commission update its records, including the Company's Certificate,¹ to reflect the conversion and resulting name change. Attached hereto are the Company's conversion documents and updated authorization to transact business in Oregon.

An original and one (1) copy of this letter are enclosed for filing. Please date-stamp the extra copy and return it in the envelope provided. This letter is also being provided via e-mail. Should you have any questions regarding this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,



Jean L. Kiddoo
Brett P. Ferenchak

Counsel for the Company

¹ The Company is a competitive telecommunications provider of intraexchange and interexchange services pursuant to Order No. 12-010 issued in CP 1517.

Beijing
Boston
Frankfurt
Hartford
Hong Kong
London
Los Angeles
New York
Orange County
San Francisco
Santa Monica
Silicon Valley
Tokyo
Washington

Bingham McCutchen LLP
2020 K Street NW
Washington, DC
20006-1806

T +1.202.373.6000
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bingham.com

ATTACHMENTS

Conversion Documents and Authority to Transact Business

Office of the Minnesota Secretary of State Certificate of Organization

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name: Onvoy, LLC
File Number: 744579900026
Minnesota Statutes, Chapter: 322B
This certificate has been issued on: 03/10/2014



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State
Minnesota Limited Liability Company | Articles of Organization
Minnesota Statutes, Chapter 322B



Read the instructions before completing this form.
Filing Fee: \$155 for expedited service in-person and online filings, \$135 if by mail

The undersigned organizer(s), in order to form a Limited Liability Company under *Minnesota Statutes, Chapter 322B* adopt the following:

Article I - Name of Limited Liability Company (Required)

Onvoy, LLC

(The company name must include the words Limited Liability Company or the abbreviation LLC)

Article II - Registered Office Address and Agent (A Registered Office Address is Required)

100 South 5th Street, Suite 1075 Minneapolis MN 55402
 Street Address (A PO Box by itself is not acceptable) City State Zip Code

Registered Agent at the above address is: CT Corporation System, Inc.

Article III - Duration

The period of duration for this limited liability company shall be: (If this is not completed, a perpetual duration is assumed by law.) Perpetual

Article IV - Organizers (Required)

I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

Scott E. Beer 1805 29th Street, Ste 2050 Boulder CO 80301
 Organizer's Name Street Address City State Zip

[Signature] 3-7-2014
 Signature Date

Organizer's Name Street Address City State Zip

Signature Date

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices, including this submission: scott.beer@zayo.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota Statute

STATE OF MINNESOTA
 DEPARTMENT OF STATE
 FILED

List a name and daytime phone number of a person who can be contacted about this form:

Lorna McDill 650-849-5237

MAR 10 2014 JT

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program. Secretary of State

STATE OF MINNESOTA

DEPARTMENT OF STATE

I hereby certify that this is a true and complete copy of the document as filed for record in this office.

DATED 3/12/14

Mark Ritchie



By

[Signature]

Secretary of State



Secretary of State
Corporation Division
255 Capitol Street NE, Suite 151
Salem, OR 97310-1327

Phone: (503) 986-2200
www.filinginoregon.com

Registry Number: 1013391-90
Type: FOREIGN LIMITED LIABILITY COMPANY

Next Renewal Date: 04/17/2015

ONVOY, LLC
10300 6TH AVE N
PLYMOUTH MN 55441

Acknowledgment Letter

The document you submitted was recorded as shown below. Please review and verify the information listed for accuracy.

Document

APPLICATION FOR AUTHORITY

Filed On

04/17/2014

Jurisdiction

MINNESOTA

Name

ONVOY, LLC

Principal Place of Business

10300 6TH AVE N
PLYMOUTH MN 55441

Registered Agent

C T CORPORATION SYSTEM
388 STATE ST STE 420
SALEM OR 97301

Mailing Address

10300 6TH AVE N
PLYMOUTH MN 55441



Application for Authority to Transact Business - Foreign Limited Liability Company

Secretary of State - Corporation Division - 255 Capitol St. NE, Suite 151 - Salem, OR 97310-1327 - http://www.FilingInOregon.com - Phone: (503) 986-2200

FILED

APR 17 2014

REGISTRY NUMBER: 1013391-90

For office use only

OREGON SECRETARY OF STATE For office use only

In accordance with Oregon Revised Statute 192.410-192.480, the information on this application is public record. We must release this information to all parties upon request and it will be posted on our website.

Please Type or Print Legibly in Black Ink. Attach Additional Sheet if Necessary.

1) NAME: Onvoy, LLC

NOTE: (Must contain the words "Limited Liability Company" or the abbreviations "LLC" or "L.L.C.") Must be identical to the name of record in home jurisdiction.

2) REGISTRY NUMBER IN HOME JURISDICTION

OR: CERTIFICATE OF EXISTENCE (ATTACHED)

(Please provide a web-verifiable registry number from the entity's home jurisdiction. Certain states, such as Delaware and New Jersey, do not provide status information online. Entities from such places must instead attach an official certificate of existence, current within 60 days of delivery to this office.)

7) REGISTERED AGENT'S PUBLICLY AVAILABLE ADDRESS:

(Must be an Oregon Street Address, which is identical to the registered agent's business office.)

388 State Street, Suite 420

Salem, OR 97301

3) DATE OF ORGANIZATION: DURATION, IF NOT PERPETUAL:

03/10/2014

8) ADDRESS OF PRINCIPAL OFFICE OF THE BUSINESS:

10300 6th Ave N., Plymouth, MN 55441

4) STATE OR COUNTRY OF ORGANIZATION:

Minnesota

9) ADDRESS WHERE THE DIVISION MAY MAIL NOTICES:

10300 6th Ave N., Plymouth, MN 55441

5) THIS FOREIGN LIMITED LIABILITY COMPANY SATISFIES THE REQUIREMENTS OF ORS 63.714(3).

10) HOW WILL THIS LIMITED LIABILITY COMPANY BE MANAGED?

6) NAME OF OREGON REGISTERED AGENT:

C T Corporation System

- [X] This LLC will be member-managed by one or more members.
[] This LLC will be manager-managed by one or more managers.

11) EXECUTION: (At least one member or manager must sign.)

By my signature, I declare as an authorized authority, that this filing has been examined by me and is, to the best of my knowledge and belief, true, correct, and complete. Making false statements in this document is against the law and may be penalized by fines, imprisonment or both.

Signature:

[Handwritten Signature]

Printed Name:

SCOTT S BEER

Title:

GENERAL COUNSEL & SECRETARY of

Zayo Group Holdings, Inc
Sole Member

CONTACT NAME: (To resolve questions with this filing.)

PHONE NUMBER: (Include area code.)

FEES
Required Processing Fee \$275
Processing Fees are nonrefundable. Please make check payable to "Corporation Division."
Free copies are available at FilingInOregon.com, using the Business Name Search program.

**Office of the Minnesota Secretary of State
Certificate of Good Standing**

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The business entity listed below was filed pursuant to the Minnesota Chapter listed below with the Office of the Secretary of State on the date listed below and that this business entity is registered to do business and is in good standing at the time this certificate is issued.

Name: Onvoy, LLC
Date Filed: 03/10/2014
File Number: 744579900026
Minnesota Statutes, Chapter: 322B
Home Jurisdiction: Minnesota

This certificate has been issued on: 04/14/2014



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota