

Jean L. Kiddoo
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April 8, 2014

Via IBFS

Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W.
Room TW-A325
Washington, DC 20554
Attn: International Bureau

Re: Notification Regarding Change in Corporate Form Resulting in *Pro Forma* Assignment of the International Section 214 Authorization of Onvoy, Inc.

Dear Ms. Dortch:

Onvoy, LLC (“Assignee”), by undersigned counsel and pursuant to 47 C.F.R. § 63.24(f), notifies the Commission that, effective March 10, 2014, it converted to a Minnesota limited liability company from a Minnesota corporation resulting in the assignment of the International Section 214 Authorization of Onvoy, Inc. (“Assignor”) (Assignee and Assignor together, the “Company”) to Assignee.¹

Information Required by Section 63.24(f)(2)

As required by Section 63.24(f)(2), the Company provides the following information required by 63.18(a) through (d) and (h):

Sections 63.18(a): Name, address and telephone number of the Company:

Onvoy, LLC (Assignee)
Onvoy, Inc. (Assignor)
10300 6th Avenue North
Plymouth, MN 55441
Tel: 800-933-1224

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
F +1.202.373.6001
bingham.com

¹ The Company notes that the conversion was completed by filing Articles of Conversion and did not entail a merger or other transaction that extinguished the existence of Assignor. As such, Assignee is the same entity as Assignor, except that it is a limited liability company rather than a corporation.

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Sections 63.18(b): Organization of the Company:

Assignor was a Minnesota corporation prior to its conversion. As a result of the conversion, Assignee is a Minnesota limited liability company

Section 63.18(c): Correspondence concerning this filing should be sent to the Company's counsel:

Jean L. Kiddoo
Brett P. Ferenchak
Bingham McCutchen LLP
2020 K Street, N.W.
Washington, DC 20006-1806
202-373-6000 (Tel)
202-373-6001 (Fax)
jean.kiddoo@bingham.com
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Section 63.18(d): The Company holds international Section 214 authority (1) to provide global resale services granted in IB File No. ITC-214-19970722-00425 (old IB File No. ITC-97-452) and (2) to operate as a facilities-based carrier by constructing and operating a fiber optic telecommunications facility between the United States and Canada granted in IB File No. ITC-214-19971205-00766 (old IB File No. ITC-97-769).²

Sections 63.18(h): See Attachment 1 for the ownership of the Company.

The Company certifies that the conversion was *pro forma* and that, together with all previous *pro forma* transactions, did not result in a change in the actual controlling party of the Company.

* * * *

² The international Section 214 authorizations were originally granted to Minnesota Independent Interexchange Corporation, which subsequently merged into its parent company Onvoy, Inc. (f/k/a Minnesota Equal Access Network Services). See IB File No. ITC-ASG-20070913-00379.

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This notification letter is being filed electronically via MyIBFS. Please direct any questions to the undersigned.

Respectfully submitted,

A handwritten signature in blue ink that reads "Brett P Ferenchak". The signature is written in a cursive style with a blue ink color.

Jean L. Kiddoo
Brett P. Ferenchak

Counsel for the Company

ATTACHMENT 1

Answer to Question 11 - Section 63.18(h) Ownership Information

The following entities currently hold, directly or indirectly, a 10% or greater interest¹ in the Company (Onvoy, LLC) as calculated pursuant to the Commission ownership attribution rules for international telecommunications carriers:

a) Ownership of the Company

The following entities hold a ten percent (10%) or greater, direct or indirect, interest in **Onvoy, LLC**:

Name:	Zayo Group Holdings, Inc. (“Holdings”)
Address:	400 Centennial Parkway, Suite 200 Louisville, CO 80027
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (directly in the Company)

Name:	Communications Infrastructure Investments, LLC (“CII”)
Address:	400 Centennial Parkway, Suite 200 Louisville, CO 80027
Citizenship:	U.S.
Principal Business:	Holding Company
% Interest:	100% (indirectly in the Company as the 100% owner of Holdings)

b) Ownership of CII:

The following entities and individuals hold a ten percent (10%) or greater, direct or indirect, interest in **Communications Infrastructure Investments, LLC**:

Name:	Oak Investment Partners XII, Limited Partnership (“Oak Investment XII”)
Address:	525 University Avenue, Suite 1300 Palo Alto, CA 94301
Citizenship:	U.S.
Principal Business:	Investments
% Interest:	15.06% (directly in CII)

¹ Unless otherwise indicated, the ownership interests provided herein represent both equity and voting interests.

Name: Oak Associates XII, LLC (“Oak Associates”)
Address: 525 University Avenue, Suite 1300
Palo Alto, CA 94301
Citizenship: U.S.
Principal Business: Investments
% Interest: 15.06% (indirectly as general partner of Oak Investment XII)

The following individuals are the executive managing members of Oak Associates, are all U.S. citizens, and can be reached through Oak Associates:

Bandel L. Carano
Edward F. Glassmeyer
Ann H. Lamont
Fredric W. Harman

To the Company’s knowledge, no other person or entity, directly or indirectly, owns or controls a 10% or more interest in CII through Oak Investments XII.

Name: M/C Venture Partners VI, L.P. (“MCVP VI”)
Address: 75 State Street, Suite 2500
Boston, MA 02109
Citizenship: U.S.
Principal Business: Investments
% Interest: 13.24% (directly in CII)

Name: M/C VP VI, L.P.
Address: 75 State Street, Suite 2500
Boston, MA 02109
Citizenship: U.S.
Principal Business: Investment Management
% Interest: 13.24% (indirectly as the general partner of MCVP VI)

Name: M/C Venture Partners, LLC
Address: 75 State Street, Suite 2500
Boston, MA 02109
Citizenship: U.S.
Principal Business: Investment Management
% Interest: 13.24% (indirectly as the general partner of M/C VP VI, L.P.)

The following individuals are the managing members of M/C Venture Partners, LLC, are all U.S. citizens, and can be reached through M/C Venture Partners, LLC:

James F. Wade
David D. Croll
Matthew J. Rubins
John W. Watkins
John Van Hooser

Mr. Wade and Mr. Croll are also two of the five managers of M/C Venture Investors, L.L.C., which has a 0.42% direct interest in CII.

To the Company's knowledge, no other person or entity, directly or indirectly, owns or controls a 10% or more interest in CII through MVCP VI.

Name: Columbia Capital Equity Partners IV (QP), L.P.
("Columbia Capital IV")
Address: 201 N. Union Street, Suite 300
Alexandria, VA 22314
Citizenship: U.S.
Principal Business: Investments
% Interest: 12.07% (directly in CII)

Name: Columbia Capital IV, LLC
Address: 201 N. Union Street, Suite 300
Alexandria, VA 22314
Citizenship: U.S.
Principal Business: Investment Management
% Interest: 13.65% (indirectly in CII as the general partner of (i) Columbia Capital Equity Partners IV, L.P. which is the general partner of both Columbia Capital IV and Columbia Capital Equity Partners IV (QPCO), L.P. (1.49% direct interest in CII) and (ii) of Columbia Capital Employee Investors IV, L.P. (0.09% direct interest in CII))

The following individuals are the managing members of Columbia Capital IV, LLC, are all U.S. citizens, and can be reached through Columbia Capital IV, LLC

James B. Fleming, Jr.
R. Philip Herget, III
Harry F. Hopper III

These individuals also have indirect control of other entities that have, in the aggregate, a 0.29% direct interest in CII.

To the Company's knowledge, no other person or entity, directly or indirectly, owns or controls a 10% or greater interest in CII through Columbia Capital IV or Columbia Capital IV, LLC.

Name: Charlesbank Equity Fund VI, Limited Partnership
("Charlesbank VI")
Address: 200 Clarendon, 5th Floor
Boston, MA 02116
Citizenship: U.S.
Principal Business: Investment Management
% Interest: 11.22% (directly in CII)

Name: Charlesbank Equity Fund VI GP, Limited Partnership ("Charlesbank VI GP")
Address: 200 Clarendon, 5th Floor
Boston, MA 02116
Citizenship: U.S.
Principal Business: Investment Management
% Interest: 13.06% (indirectly in CII as the general partner of the following funds that have direct ownership interests in CII (i) Charlesbank VI, (ii) CB Offshore Equity Fund VI, (iii) Charlesbank Equity Coinvestment Fund VI, LP, and (iv) Charlesbank Equity Coinvestment Partners, LP)

Name: Charlesbank Capital Partners, LLC
Address: 200 Clarendon, 5th Floor
Boston, MA 02116
Citizenship: U.S.
Principal Business: Investment Management
% Interest: 13.06% (indirectly in CII as the general partner of Charlesbank VI GP)

Charlesbank Capital Partners, LLC is owned by its nine (9) managing members who are all U.S. citizens, and can be reached through Charlesbank Capital Partners, LLC:

Michael Eisenson
Tim Palmer
Kim Davis
Mark Rosen
Michael Choe
Brandon White

Jon Biotti
Andrew Janower
Michael Thonis

To the Company's knowledge, no other person or entity, directly or indirectly, owns or controls a 10% or greater interest in CII through Charlesbank VI GP.

Name: GTCR Fund X/A LP
Address: 300 N. LaSalle Street, Suite 5600
Chicago, IL 60654
Citizenship: U.S.
Principal Business: Investments
% Interest: 11.08% (directly in CII)

Name: GTCR Partners X/A&C LP
Address: 300 N. LaSalle Street, Suite 5600
Chicago, IL 60654
Citizenship: U.S.
Principal Business: Investments
% Interest: 14.46% (indirectly in CII as the general partner of (i) GTCR Fund X/A LP, and (ii) GTCR Fund X/C LP (3.38% direct interest in CII))

Name: GTCR Investment X LLC
Address: 300 N. LaSalle Street, Suite 5600
Chicago, IL 60654
Citizenship: U.S.
Principal Business: Investments
% Interest: 14.56% (indirectly in CII as the general partner of (i) GTCR Partners X/A&C LP, and (ii) GTCR Co-Invest X LP (0.10% direct interest in CII))

The following individuals are members of the board of managers of GTCR Investment X LLC, are all U.S. citizens, and can be reached through GTCR Investment X LLC:

Mark M. Anderson
Craig A. Bondy
Philip A. Canfield
David A. Donnini
David S. Katz
Constantine S. Mihas
Collin E. Roche
Sean L. Cunningham
Aaron D. Cohen

To the Company's knowledge, no other person or entity, directly or indirectly, owns or controls a 10% or greater interest in CII through GTCR Fund X/A LP, GTCR Partners X/A&C LP or GTCR Investment X LLC.

Answer to Question 12 - Section 63.18(h) Interlocking Directorates

Except for its following subsidiaries and affiliates, which have substantially the same officers and directors as the Company, the Company does not have any interlocking directorates with a foreign carrier: Zayo Group, LLC ("Zayo"), Zayo Group EU Limited ("Zayo-EU"), AboveNet Canada Inc. ("ABN-Canada"), Zayo Group UK Limited ("Zayo-UK"), MFN Japan KK ("ABN-Japan") and Zayo Enterprise Networks, LLC ("ZEN"). Zayo, ABN-Canada and ZEN are each a non-dominant foreign carrier in Canada. Zayo-EU is a non-dominant foreign carrier in France, Germany and the Netherlands. Zayo-UK is a non-dominant foreign carrier in Germany and the United Kingdom. ABN-Japan is a non-dominant foreign carrier in Japan. In addition, the Company also holds a Reseller Registration in Canada and thus is a non-dominant foreign carrier itself.


Answer to Question 13 - Description of Assignment

Effective March 10, 2014, Assignor converted from a Minnesota corporation to a Minnesota limited liability company resulting in the assignment of Assignor's International Section 214 Authorization to Assignee. The conversion was completed by filing an Articles of Conversion and did not entail a merger or other transaction that extinguished the existence of Assignor. As such, Assignee is the same entity as Assignor, except that it is a limited liability company rather than a corporation.

VERIFICATION

I, Scott Sawyer, state that I am General Counsel of Onvoy, LLC (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.

I declare under penalty of perjury that the foregoing is true and correct. Executed this 8 day of April, 2014.



Scott Sawyer
General Counsel
Onvoy, LLC