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January 10, 2008  
Via ECFS

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

**Re: 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 supplement to the Joint Application referenced above, the following information.

Specifically, Staff has requested a description of the AFS corporate structure. A chart depicting the said structure is appended hereto as Attachment 1.

In addition, Staff has requested that AFS provide the name, address, citizenship and principal business of any person or entity that directly owns at least ten (10) percent of the equity of American Fiber Systems Holding Corporation ("AFSHC"), the parent company of AFS, and the percentage of equity owned by each of those entities (to the nearest one percent):

(FCC, p. 2)

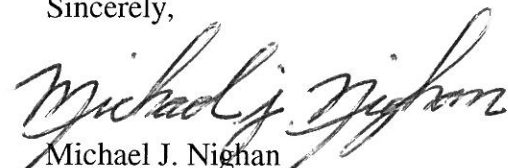
Entities owning 10% or more of AFSHC:

Name & Address	% Equity	Citizenship	Principal Business and Address
Sierra Ventures	41%	United States	Venture Capitalist 1117 California Ave. Palo Alto, CA 94304
Lucent Venture Partners	12%	United States	Venture Capitalist 600 Mountain Ave. Murray Hill, NJ 07974
North Atlantic Capital	13%	United States	Venture Capitalist Two City Center Portland, ME 04101

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

Please contact me should you require any additional information relating to this filing.


Sincerely,

  
Michael J. Nighan  
Director - Regulatory Affairs

Enclosures

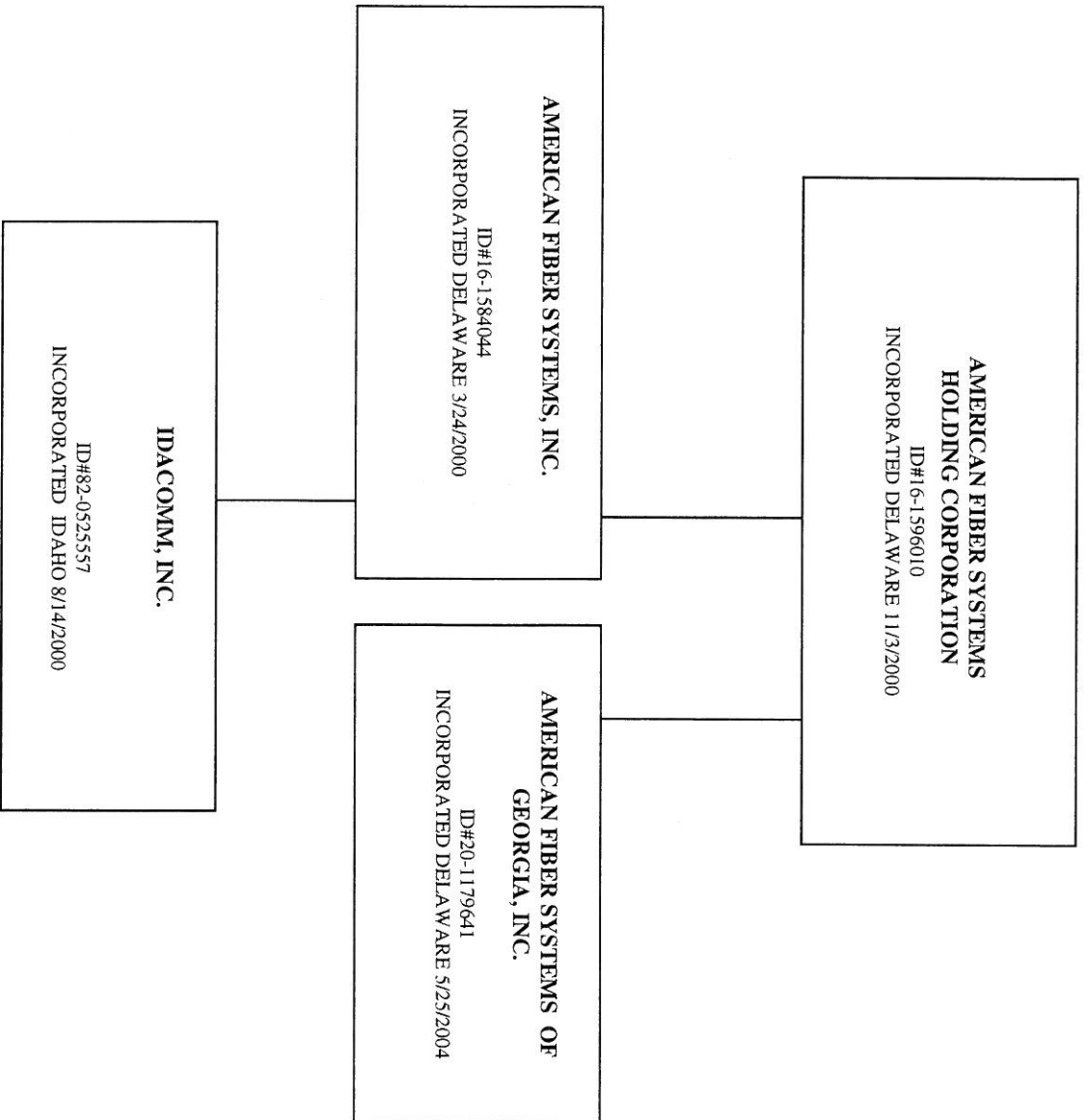
## CERTIFICATION

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.



Bruce T. Frankiewich  
Vice President of Legal and Regulatory Affairs

Date: January 10, 2008



American Fiber Systems Holding Company owns 100% of American Fiber Systems, Inc.  
American Fiber Systems Holding Company owns 100% of American Fiber Systems of Georgia, Inc.  
American Fiber Systems, Inc. owns 100% of Idacomm, Inc.