

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of the Joint Application of)	
)	
Zayo Group, LLC)	WC Docket No. 17-350
)	
and)	IB File No. ITC-T/C-20171206-00216
)	
Barksdale Communications, LLC)	
)	
For Grant of Authority Pursuant to Section 214)	
of the Communications Act of 1934, as amend-)	
ed, and Sections 63.04 and 63.24 of the Com-)	
mission’s Rules to Transfer Indirect Control of)	
Spread Telecommunications, LLC, a Holder of)	
Domestic and International Section 214 Authori-)	
zations, to Zayo Group, LLC)	

SUPPLEMENT

Zayo Group, LLC (“Zayo” or “Transferee”), Barksdale Communications, LLC (“Barksdale” or “Transferor”) and Spread Telecommunications, LLC (“Spread Telecom”)¹ (together, the “Parties”), by undersigned counsel, submit the following supplemental information at the request of Commission staff regarding the market overlap between Zayo and Spread Networks. Spread Networks operates a fiber network between the New York City/New Jersey and Chicago metro areas, with customer end-points almost exclusively in those metro areas. Along the route, Spread Networks has *de minimis* wholesale (carrier) customer end points and no end-user end points.² Following consummation of the Transaction, Zayo plans to integrate the fiber network of Spread Network into Zayo’s nationwide network and utilize it to provide service to other markets along

¹ As stated in the Application, Spread Telecom is a wholly owned subsidiary of Spread Holdings, LLC. Spread Holdings, LLC and its subsidiaries, including Spread Telecom, are referred to as “Spread Networks.”

² Spread Networks has wholesale (carrier) customer end points in South Bend, Indiana, Cleveland, Ohio, and Greenville, Pennsylvania. Zayo also has a lit network in South Bend, Indiana and Cleveland, Ohio serving wholesale (carrier) and enterprise customers.

the NYC/NJ-Chicago route. Currently, Zayo and Spread Networks both provide service to wholesale (carrier) and enterprise customers in the Chicago and New York City/New Jersey metro areas.

Competitors in these overlap markets and/or on the NYC/NJ-Chicago route are include but are not limited to the following:

New York City:	Verizon, Level 3, Lighttower/Crown Castle, AT&T, GTT/Perseus, Hudson Fiber Network, ZenFi
New Jersey:	Verizon, Level 3, Lighttower, AT&T, GTT/Perseus, Cross River, Hudson Fiber Network
Chicago:	AT&T, Level 3, Lighttower/Crown Castle, Cogent Communications, Nitel, Uniti, XO (Verizon)
NYC/NJ-Chicago Route:	Verizon, Level 3, Lighttower, AT&T, Windstream, GTT, Sunesys/Lighttower/Crown Castle

Respectfully submitted,

/s/ Winafred Brantl

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