

Morgan Lewis

Catherine Wang
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PUBLIC UTILITIES COMMISSION

May 20, 2024

Via Overnight Courier

Luly Massaro, Commission Clerk
Rhode Island Public Utilities Commission
89 Jefferson Boulevard
Warwick, Rhode Island 02888
luly.massaro@puc.ri.gov

Re: Application of Zayo Northeast, LLC for Authority as a Class I and Class VI Telecommunications Service Provider in the State of Rhode Island

Dear Ms. Massaro:

On behalf of Zayo Northeast, LLC ("Applicant"), please find enclosed the Confidential version of the above-referenced Application as well as a check in the amount of \$300.00 to cover the requisite filing fee. The Public version of the application has been submitted to the Commission via email.

Applicant deems certain information set forth in **Confidential Exhibit C** to the Application to be proprietary and confidential as it consists of highly sensitive financial information regarding Applicant's operations. Disclosure of such information to Applicant's competitors and/or potential competitors may prove harmful to Applicant. In accordance with Rule 1.3(H)(3) of the Commission's Rules of Practice and Procedure, Applicant has included its request for confidential treatment of **Confidential Exhibit C** within the Application. Accordingly, Applicant requests that the Commission determine such information to be proprietary and confidential that should not be made publicly available.

Morgan, Lewis & Bockius LLP

1111 Pennsylvania Avenue, NW
Washington, DC 20004
United States

📞 +1.202.739.3000
📠 +1.202.739.3001

May 20, 2024
Page 2

Please date-stamp the extra copy of this letter and return it in the envelope provided. Should you have any questions concerning this filing, please do not hesitate to contact the undersigned.

Respectfully submitted,

/s/ Ronald W. Del Sesto _____

Catherine Wang

Ronald W. Del Sesto (Member, RI Bar)

Brett P. Ferenchak

Counsel to Zayo Northeast, LLC

**BEFORE THE
RHODE ISLAND PUBLIC UTILITIES COMMISSION**

_____)	
In the Matter of)	
)	
Zayo Northeast, LLC)	
)	Docket No. _____
Application for Authority as a Class I and)	
Class VI Telecommunications Service)	
Provider in the State of Rhode Island)	
_____)	

STATEMENT OF BUSINESS OPERATIONS

Zayo Northeast, LLC (“Applicant”), by its undersigned counsel and pursuant to Rhode Island Public Utilities Commission (“Commission”) Order No. 14439 in Docket No. 2129, hereby files this Statement of Business Operations (“Application”) for authorization to provide Class I telecommunications services (and to the extent not encompassed by an authorization as a Class I provider, authorization to provide Class VI telecommunications services), including but not limited to full facilities-based and resold local exchange and interexchange telecommunications services, throughout the State of Rhode Island. Although Applicant does not currently intend to furnish switched voice services or dial tone, Applicant seeks the authority to do so should future market conditions warrant.

This Application is filed in connection with certain restructuring and financing arrangements in which Applicant’s parent, Zayo Group, LLC (“Zayo Group”) is expected to assign to Applicant certain assets including communications optical fiber, customer contracts, rights in third party fibers, and associated telecommunications equipment used to provision services or facilities to the affected customers (the “*Pro Forma Asset Transfer*”). A separate application will be submitted to the Commission regarding the *Pro Forma Asset Transfer*.

In support of this Application, Applicant hereby provides the following information:

a. Corporate name, complete address, telephone/fax numbers, e-mail address

Zayo Northeast, LLC
1401 Wynkoop Street, Suite 500
Denver, CO 80202
Tel: 303-381-3239
www.zayo.com

Applicant is a Delaware limited liability company and a wholly owned, indirect subsidiary of Zayo Group, a Delaware limited liability company. Zayo Group is a wholly owned, direct subsidiary of Zayo Group Holdings, Inc. (“Holdings” and, together with its subsidiaries including Applicant, the “Company”), a Delaware corporation. Zayo Group has a principal place of business at 1401 Wynkoop Street, Suite 500, Denver, CO 80202.

Zayo Group is a leading provider of bandwidth infrastructure and interconnection services over regional and metropolitan fiber networks. These services enable customers to manage, operate, and scale their telecommunications and data networks. Zayo Group customers consist primarily of wireless service providers, national and regional communications service providers, media/Internet/content companies, governments, banks, and other bandwidth-intensive enterprises. Zayo Group is authorized to provide competitive local exchange, competitive access, and/or interexchange services in the District of Columbia and every state except Alaska. In Rhode Island, Zayo Group is authorized to provide competitive local exchange (Class I) telecommunications services pursuant to Commission authorization granted in Docket No. 4381 on January 9, 2013. Under the Zayo brand, Zayo Group’s primary telecommunications service offerings include high-capacity bandwidth services such as private line, Ethernet, and wavelength services. Under the Allstream brand, Zayo Group provides voice services, including TDM-based local exchange and interexchange voice services and VoIP services.

Applicant's formation documents are attached hereto as **Exhibit A**. Attached as **Exhibit B** is Applicant's authorization to transact business from the Rhode Island Secretary of State.

Applicant is a newly formed entity created for the purposes of completing restructuring and financing arrangements of the Company, including the *Pro Forma Asset Transfer*. While Applicant currently does not provide and is not authorized to provide intrastate telecommunications services in any state, Applicant has pending, or plans to file, applications or registrations to provide intrastate telecommunications services in the District of Columbia and thirteen other states in addition to Rhode Island. Applicant has not had a certification or authorization denied, suspended, terminated, or revoked by any state. Furthermore, Applicant is not, nor has it ever been, the subject of any civil or criminal proceedings in any jurisdiction.

b. Local Company name, complete address, telephone/fax numbers, e-mail address

Zayo Northeast, LLC
1401 Wynkoop Street, Suite 500
Denver, CO 80202
Tel: 303-381-3239
www.zayo.com

c. Business locations

Applicant does not have a business office in the State of Rhode Island. Applicant will manage its Rhode Island operations from its corporate headquarters in Colorado. Applicant will notify the Commission if it opens a business office in the State of Rhode Island in the future.

d. Service agent, complete address, telephone/fax numbers, e-mail address

Corporation Service Company
222 Jefferson Boulevard, Suite 200
Warwick, RI 02888
800-927-9800

e. Attorney of record, complete address, telephone/fax numbers, e-mail address

Catherine Wang
Ronald W. Del Sesto (Member, RI Bar)
Brett P. Ferenchak
MORGAN LEWIS & BOCKIUS LLP
1111 Pennsylvania Ave., N.W.
Washington, D.C. 20004
202-739-3000 (tel)
202-739-3001 (fax)
catherine.wang@morganlewis.com
ronald.delsesto@morganlewis.com
brett.ferenchak@morganlewis.com

f. Corporate officers and major stockholders or partners holding a ten percent or greater equity interest.

The principal officers of Applicant, who are listed below, may be reached at Applicant's principal place of business listed in Section (a) above.

Board of Managers:

Mike Mooney
Jeff Noto

Officers:

Steve Smith, Chief Executive Officer
Jeff Noto, Chief Financial Officer & Treasurer
Robert Merkel, Assistant Treasurer
Mike Mooney, Chief Legal Officer Secretary
Lauren Lantero, Assistant Secretary

g. General description of operations.

Applicant seeks authority to provide Class I telecommunications services (and to the extent not encompassed by an authorization as a Class I provider, authorization to provide Class VI telecommunications services), including but not limited to full facilities-based and resold local exchange and interexchange telecommunications services, throughout the State of Rhode Island, primarily to provide point-to-point telecommunications services such as Ethernet and other similar high-bandwidth circuits, for high-speed data transport. Applicant will provide services primarily

using its own facilities, which will be assigned from Zayo Group. Although Applicant does not currently intend to furnish switched voice services or dial tone, Applicant seeks the authority to do so should future market conditions warrant.

Applicant does not currently own or lease facilities in Rhode Island but rather will use the communications optical fiber and associated telecommunications equipment assigned to Applicant by Zayo Group or leased from an affiliate or another provider. Though Applicant has no current plans to construct additional facilities, Applicant seeks the authority to do so should future market conditions warrant.

Applicant will provide services to enterprise customers and to other communications providers on a wholesale basis and does not intend to directly serve residential customers. Applicant will offer its service on a non-discriminatory basis and at competitive rates through individual case basis contracts. Applicant will continuously monitor and maintain a high level of control over its network on a 24-hours-a-day, 7-days-a-week basis.

Applicant has sufficient financial resources to initiate and maintain the services and related operations in Rhode Island proposed in this Application. Applicant, as a newly formed company, does not have historical financial statements. Upon completion of the *Pro Forma Asset Transfer*, however, Applicant will have both assets and cash flow associated with the assets it will be assigned. To demonstrate Applicant's financial qualifications to operate in Rhode Island, Applicant provides the most recent consolidated financial statements of its parent company, Holdings, *under seal* as **Confidential Exhibit C**. Applicant requests confidential treatment of the financial statements. As shown in these documents, Applicant has sufficient capital resources and is financially qualified to operate within the State of Rhode Island.

h. Description, in detail, of the customer service organization to be employed in serving carriers and end users.

Applicant has the managerial and technical qualifications necessary to provide the proposed services in the State of Rhode Island. Applicant is managed by a highly skilled team with substantial expertise and experience in the communications industry, including extensive telecommunications business, technical, and managerial expertise. Descriptions of the qualifications and backgrounds for the key personnel for Applicant's operations are attached hereto as **Exhibit D**. These biographies reflect the management's substantial communications industry experience and expertise and demonstrate that the Applicant possesses significant managerial and technical expertise operating a variety of communications services across multiple jurisdictions. Thus, Applicant possesses the managerial and technical qualifications necessary to operate a competitive telecommunications company in the State of Rhode Island, consistent with the Commission's requirements.

i. Customer service contact, complete address, telephone/fax numbers, e-mail address

Applicant's 24/7 toll free customer contact telephone number is 866-364-6033. In addition, customers may reach Applicant via email form at <https://www.zayo.com/contact/>. The person responsible for customer service is:

Donna Heaston
Senior Corporate Counsel
2800 Campus Drive, Suite 140
Plymouth, Minnesota 55441
763-745-8466 (tel)
donna.heaston@zayo.com

j. Regulatory complete address, telephone/fax numbers, e-mail address

The Commission should contact the following person for questions regarding Applicant's ongoing operations, including but not limited to general regulatory questions:

Lauren Lantero
General Counsel, Corporate
Zayo Group, LLC
1401 Wynkoop Street, Suite 500
Denver, CO 80202
303-381-3239 (tel)
lauren.lantero@zayo.com

The Commission should contact the following person regarding Applicant's annual and other periodic reports and regulatory fees:

William McConnell
Director – Transaction Taxes
c/o Zayo Group, LLC
1401 Wynkoop Street, Suite 500
Denver, CO 80202
303-414-4056 (tel)
william.mcconnell@zayo.com

k. Company website URL, if available

The Applicant's website is located at www.zayo.com.

i. Public Interest Considerations

Applicant asserts that grant of this Application will serve the public interest. As demonstrated in this Application, Applicant is financially, managerially, and technically qualified and meets the requirements to provide telecommunications services. Applicant will operate its networks and offer services designed to meet the needs of its customers in an efficient and cost-effective manner. Applicant will own a competitive telecommunications infrastructure in the State, thereby driving prices closer to cost and ensuring just and reasonable rates in addition to promoting efficiency in the delivery of services and in the development of new services. Applicant will provide customers high quality, competitively priced telecommunications services. Further, grant of this Application for authorization to provide telecommunications will facilitate the restructuring and financing arrangements that will support the network, operations and customers that will be

assigned to Applicant. In sum, granting this Application is in the public interest because it will enhance competition and expand customer choice. In addition, permitting Applicant to enter the market will result in technological and diverse telecommunications infrastructure, increased service quality, and competitively priced services.

WHEREFORE, Applicant respectfully requests that the Commission grant it authority to provide Class I and Class VI telecommunications services throughout the State of Rhode Island.

Respectfully submitted,

/s/ Ronald W. Del Sesto
Catherine Wang
Ronald W. Del Sesto (Member, RI Bar)
Brett P. Ferenchak
Morgan, Lewis & Bockius LLP
1111 Pennsylvania Avenue, N.W.
Washington, DC 20004-2541
202-739-3000 (tel)
202-739-3001 (fax)
catherine.wang@morganlewis.com
brett.ferenchak@morganlewis.com

Dated: May 20, 2024

LIST OF EXHIBITS

Exhibit A	Formation Documents
Exhibit B	Authority to Transact Business
Exhibit C	Financial Statements [CONTAINS PRIVILEGED INFORMATION – DO NOT RELEASE]
Exhibit D	Management Biographies
Verification	

EXHIBIT A

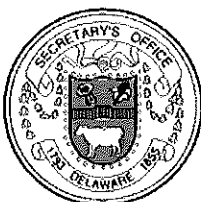
Formation Documents

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "ZAYO NORTHEAST, LLC", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF APRIL, A.D. 2024, AT 12:25 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

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SR# 20241507819

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 203281752
Date: 04-18-24

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:25 PM 04/18/2024
FILED 12:25 PM 04/18/2024
SR 20241507819 - File Number 3480494

CERTIFICATE OF FORMATION

OF

ZAYO NORTHEAST, LLC

This Certificate of Formation of Zayo Northeast, LLC (the "LLC"), dated as of April 17, 2024, is being duly executed and filed by the undersigned, as an authorized person, to form a limited liability company under the Delaware Limited Liability Company Act (6 Del. C. § 18-101, *et seq.*) (the "LLC Act").

FIRST. The name of the limited liability company formed hereby is Zayo Northeast, LLC.

SECOND. The address of the registered office of the LLC in the State of Delaware is c/o Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808.

THIRD. The name and address of the registered agent for service of process on the LLC in the State of Delaware are Corporation Service Company, 251 Little Falls Drive, Wilmington, Delaware 19808.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as of the date first above written.

DocuSigned by:

Lauren Lantero

Name: Lauren Lantero

Title: Authorized Person

EXHIBIT B

Authority to Transact Business in Rhode Island

DocuSign Envelope ID: 69946F3B-EFA7-466F-96A6-7F579E16C455



State of Rhode Island
Department of State - Business Services Division

Application for Registration

FOREIGN Limited Liability Company

→ Filing Fee: \$150.00

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STATE

Pursuant to the provisions of RIGL ~~7-16-49~~, the undersigned foreign limited liability company hereby applies for a Certificate of Registration to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:		
Zayo Northeast, LLC		
Is this company organized in its state or country of formation as a low-profit limited liability company? Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>		
The name, if different, under which it proposes to register and transact business in Rhode Island is:		
2. The LLC is organized under the laws of: Delaware		
3. The date of its organization is: 04/18/2024		
And the period of its duration is: CHECK ONE BOX ONLY		
<input checked="" type="checkbox"/> Perpetual (on-going)		
<input type="checkbox"/> Date certain for dissolution _____		
4. The name and address of the resident agent/office in Rhode Island is:		
Agent Name Corporation Service Company		
Street Address (NOT a P.O. Box) 222 Jefferson Boulevard, Suite 200		
City/Town Warwick	State RHODE ISLAND	Zip Code 02888
5. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:		
telecommunications		
Check the box to indicate an attachment <input type="checkbox"/>		

MAIL TO:
Division of Business Services
148 W. River Street, Providence, Rhode Island 02904-2615
Phone: (401) 222-3040
Website: www.sos.ri.gov

FILED
MAY 01 2024
BY STmp
STATE

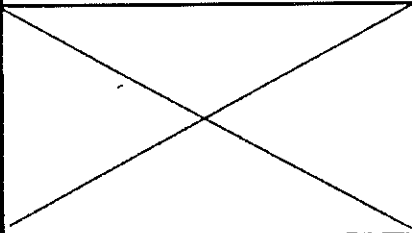
6. The RI Department of State is appointed the agent of the foreign limited liability company for service of process if, at any time, there is no resident agent or if the resident agent cannot be found or served following the exercise of reasonable diligence.

7. The address of the office required to be maintained in the state or country of its organization by the laws of that state or, if not so required, of the principal office of the foreign limited liability company is:
 1401 Wynkoop Street, # 500, Denver, CO 80202

8. The mailing address for the limited liability company is:
 1401 Wynkoop Street, # 500, Denver, CO 80202

9. Management of the Limited Liability Company: **CHECK ONE BOX ONLY**

Members (Owners) **OR** Manager(s). Complete the chart below.
DO NOT complete the chart below.

	MANAGER(S) NAME	ADDRESS
	Zayo Issuer, LLC	1401 Wynkoop Street, # 500, Denver, CO 80202

Check the box to indicate an attachment

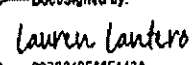
10. This application must be accompanied by a Certificate of Good Standing/Letter of Status from the state or country of formation dated within 60 days of the date of filing.

11. Date when this application for Certificate of Registration will be effective: **CHECK ONE BOX ONLY**

Date received (Upon filing)
 Later effective date (Date must be no more than 90 days from the date of filing) _____

Under penalty of perjury, I declare and affirm that I have examined this Application for Registration, including any accompanying attachments, and that all statements contained herein are true and correct.

Type or Print Name of LLC Zayo Northeast, LLC	Date 04/30/2024
--	--------------------

DocuSigned by: _____ ed Person

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If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.

Delaware

Page 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ZAYO NORTHEAST, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF MAY, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ZAYO NORTHEAST, LLC" WAS FORMED ON THE EIGHTEENTH DAY OF APRIL, A.D. 2024.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN ASSESSED TO DATE.



3480494 8300

SR# 20241774520

You may verify this certificate online at corp.delaware.gov/authver.shtml

A handwritten signature in black ink, appearing to read "JBULLOCK", written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 203370501

Date: 05-01-24



State of Rhode Island

Department of State | Office of the Secretary of State

Gregg M. Amore, *Secretary of State*

I, GREGG M. AMORE, Secretary of State of the State of Rhode Island,
hereby certify that this document, duly executed in accordance with the provisions
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

May 01, 2024 12:41 PM

A handwritten signature in black ink that reads "Gregg M. Amore".

Gregg M. Amore
Secretary of State



CONFIDENTIAL EXHIBIT C

Financial Statements

[CONTAINS PRIVILEGED INFORMATION – DO NOT RELEASE]

EXHIBIT D

Management Biographies

Steve Smith, Chief Executive Officer

Steve M. Smith is Chief Executive Officer at Zayo. Steve has over 30 years of expertise as a global leader in the technology sector and a deep background in managing and scaling market-leading technology businesses.

Prior to joining Zayo, Steve was a Managing Director at GI Partners, a leading private investment firm. From 2007 to 2018, he served as Chief Executive Officer and President of Equinix, the largest data center company globally. Under his leadership, Equinix grew from \$2 billion to \$34 billion in market value, while revenue increased from \$400 million to \$4.4 billion. Equinix also successfully integrated 21 acquisitions over 10 years representing over \$25 billion in organic and inorganic investments during his tenure. Steve has also held senior leadership roles with HP Services, Lucent Technologies and Electronic Data Systems Corporation.

Steve currently serves on the Board of Directors of Zayo and NextDC, a publicly traded data center company in Australia.

Steve had a successful eight-year career in the U.S. Army where, among other roles, he was aide-de-camp to the office of the Commander in Chief of the U.S. Armed Forces in the Pacific. He graduated from the U.S. Military Academy at West Point and holds a B.S. in Engineering.

Andrés Irlando, President & Chief Operating Officer

Andrés Irlando has served for the past two years as President of Zayo Group, a \$2B+ communications infrastructure company owned by private equity firms DigitalBridge and EQT with operations in North America and Europe. He is involved in all aspects of the business, including strategy, driving organic growth, rightsizing costs, and corporate development and integrations.

Andrés has almost 20 years of experience in senior executive roles within the telecom and technology industries. He previously led multi-billion-dollar business units and large employee teams at Verizon Communications, including as President and Senior Vice President Public Sector, President Southwest Region, President New York Region, and Vice President Customer Service.

Andrés also served six years as CEO of Verizon Connect, a \$1B fleet and mobile resource management Software-as-a-Service company with operations in North and South America, Europe, China, Australia, and New Zealand. He scaled Verizon Connect into the largest subscriber base in its Internet of Things vertical in the world, overseeing due diligence, acquisition, and integration of a dozen global companies. Andrés also collaborated with Verizon Ventures on its technology and telecom investment strategy and portfolio management.

Andrés previously served five years as President of the Cesar Chavez Foundation, transforming it from a start-up into a national foundation and monument. He also served eight years as an intelligence officer in the United States Navy Reserve.

Andrés currently serves on the Board of Directors of Genuine Cable Group, a private equity (Audax Group) portfolio company. He also serves on the Board of Trustees of both Chapman University and Children's Health Care of Atlanta. Andrés previously served as a Commissioner on the Los Angeles City Planning Commission.

Andrés earned a Doctor of Jurisprudence from Stanford Law School and a Bachelor of Arts from Harvard College.

Bill Long, Chief Product and Strategy Officer

Bill Long is an experienced telecommunications and technology leader. As Chief Product and Strategy Officer at Zayo, he leads the company's overall product strategy, financials, and roadmap.

Bill has nearly two decades of experience in the telecommunications industry with expertise in interconnection and infrastructure services, enterprise and wholesale voice, and business and product development.

Prior to joining Zayo, Bill served as senior vice president of product management and was responsible for the overall growth and profitability of Equinix Interconnection and Data Center Products globally. Prior to Equinix, he held several roles at Level 3 Communications, including VP of Voice Services, Senior Director of Voice Product Development and Director of Emerging Opportunities.

Brian Daniels, Chief Sales Officer

Brian Daniels serves as Chief Sales Officer at Zayo. In this role, Brian is responsible for uniting sales teams across both direct and channel routes-to-market for Zayo. He leads a team of highly skilled executives responsible for the strategy and growth of Zayo's largest customers and verticals including the most impactful webscale, cloud, carrier and mobile network operators. He also oversees the growing education sales functions following Zayo's acquisition of Education Networks of America in 2022.

Brian has held a variety of leadership positions at Zayo focused on strategy, finance and product development with an emphasis in metro and long-haul fiber development and mobile infrastructure offerings. Prior to joining Zayo in 2014, Brian worked at Bank of America Merrill Lynch. He also played professional football for the Minnesota Vikings.

Brian holds a Bachelor of Science in business administration from the University of Colorado and an MBA from the University of Louisville. He and his wife Emily also run a non-profit that advocates for lung cancer research.

Bryan Fleming, Chief Information Officer

Bryan Fleming serves as CIO at Zayo. Bryan has an established track record of success and expertise in driving operations, engineering, IT, procurement, and major corporate initiatives at the highest levels of business.

Prior to joining Zayo, Bryan spent 20 years at T-Mobile serving in various technical and engineering roles. Most recently, he served as Senior Vice President of Product and Technology where he led T-Mobile's full technology stack transformation, including steering the company's framework for operational excellence, growing its infrastructure footprint, and integrating state-of-art business processes to drive a hyper-aggressive growth mission. As part of these efforts, Bryan created an enterprise delivery pipeline that increased production deployments by over 900%.

Bryan earned a Bachelor's Degree in Management from Columbia College and an MBA from Auburn University's Harbert College of Business. Bryan also currently serves as a strategic advisor for Lightyear.

Jeff Noto, Chief Financial Officer

Jeff Noto serves as Chief Financial Officer at Zayo overseeing the company's global finance organization, including accounting, operational finance, financial planning and analysis, tax, investor relations, billing, financial reporting, internal audit and treasury.

With over 35 years of experience across financial management, strategy, operations, and analysis, Jeff is a proven financial leader with a track record of delivering impactful business results and building and nurturing high-performance teams. Prior to joining Zayo, Jeff held several executive roles at Verizon, including most recently serving as senior vice president and chief financial officer for the Global Network and Technology (GN&T) and the Verizon Global Services (VGS) organization. In this role, he was responsible for all budgeting, planning, reporting, commercial and capital activities for the Network, IT, and centralized services organization.

Other leadership roles held during his tenure at Verizon included SVP and CFO for Consumer and Mass Business organization; SVP & CFO for Global Media & Telematics; and SVP for the Business Analytics Center of Excellence and Finance Transformation.

Jeff also serves on the Board of the National Children's Alliance (NCA), a not-for-profit providing support, technical assistance, and quality assurance to community-led Children's Advocacy Centers. He has also served as an Adjunct Professor at Seton Hall University's Stillman School of Business.

Jeff holds a bachelor's degree of science in business economics from Rutgers University and a Masters in Accounting from Seton Hall University. He is also a Certified Public Accountant (NJ).

Julie Tschida Brown, Chief People and Culture Officer

Julie Tschida Brown is the Chief People and Culture Officer at Zayo. In this role, she is focused on driving organizational growth, leading transformational change and optimizing results in a dynamic business environment.

Prior to joining Zayo, Julie was the Chief People Officer at Transamerica where she led the Employee Experience team to drive the realization of business objectives and accelerate cultural transformation. Julie has also served in various executive and leadership positions at IHS Markit, Jacobs Engineering, Microsoft, Washington Group International (now AECOM) and Hewitt Associates (now AON).

Julie currently sits on the Board of Directors for Rocky Mountain Human Resources and Strategy Association, where she also serves as Treasurer, and for Healthy Lifestars, a non-profit that aims to motivate and educate kids in underserved areas, to combat childhood obesity and commit to live active, healthy lives. Additionally, she is an executive mentor for MBA students at University of Denver and is a Tocqueville member and volunteer for Mile High United Way.

Julie is a Certified Financial Planner, earned a BA in finance from Iowa State University and a MBA in finance and accounting from University of Minnesota Carlson School of Business.

Kimberly Storin, Chief Marketing Officer

As Chief Marketing Officer at Zayo, Kimberly Storin leads global marketing, brand, and communications as part of the company's privatization and turnaround. Kimberly is a three-time CMO with three large-scale turnarounds and more than 25 acquisitions under her belt.

Previously, as Chief Market Officer at RapidDeploy, Kimberly helped secure a \$29 million Series B funding round by increasing brand awareness to 35%, contributing to over 100% year-over-year revenue growth, and building a partner ecosystem including AT&T, Google, Apple, OnStar, and ADT. As CMO for IBM Cognitive Systems, she built a channel-first demand engine that delivered over 100% of revenue targets, contributing to seven consecutive quarters of growth for a previously stagnant business. As AMD's Global Brand Director, she laid the groundwork for a new customer-brand relationship that ultimately brought the company from the brink of bankruptcy to over 1,000% stock growth.

Before moving into marketing roles, Kimberly was an M&A leader in the tech industry at Dell and held a role as a management consultant at Deloitte.

Kimberly serves as Chair of the Women's Fund for the Austin Community Foundation and is also a founding member of the Austin chapter of Women in Revenue. She earned a Bachelor of Business Administration in Management Information Systems from the University of Texas at Austin and an MBA from the University of Southern California's Marshall School of Business.

Mike Mooney, Chief Legal Officer

Mike Mooney is the Chief Legal Officer at Zayo. In this role, Mike oversees all global legal and regulatory strategy functions at Zayo, including M&A, commercial transactions, litigation and risk management, corporate governance, underlying rights, and he assists with Zayo's go-to-market strategy.

Mike has over 23 years of legal experience representing multiple telecommunications companies in various capacities. Prior to joining Zayo in 2018, Mike was a Senior Vice President in the Legal department at Level 3 Communications (now LUMEN). Before joining Level 3, Mike was a Partner at Fraser Stryker Law Firm, where he focused on trial and appellate advocacy and complex telecommunications transactions.

Mike earned a bachelor's degree in business from the University of Nebraska, Kearney and his doctor of jurisprudence degree from the University of Nebraska, Lincoln.

Nikos Katinakis, Chief Technology Officer

Nikos Katinakis is Zayo's Chief Technology Officer, leveraging over 30 years of leadership experience in technology with a deep understanding of the telecommunication and software industries.

Before joining Zayo, Nikos held the role of Group Executive for Global Networks and Technology at Telstra, the largest telecommunications company in Australia. In this capacity, he spearheaded wireless, fixed, transport and international network strategy, deployment and operations, as well as IT, Data and AI, Cloud, and Cyber Security.

Prior to his tenure at Telstra, Nikos served as the Executive VP at Reliance Jio, the largest communications company in India, contributing to the launch of wireless and fixed networks. He also held the position of SVP at Rogers Communications in Canada, where he was responsible for technology development and cyber for both network and IT. Earlier in his career, Nikos held various senior roles at Ericsson, encompassing sales, product management, software design and systems engineering.

Nikos is a graduate of McGill University in Montreal, holding a B.Eng. in Electrical Engineering and a minor in Management. Beyond his academic achievements, Nikos holds a variety of patents, has actively participated in board positions and advisory roles, contributing to the successful exits of more than four startups. His keen interest lies in the efficient creation of value in the business of technology.

Troy Lupe, Chief Network Officer

J. Troy Lupe serves as interim Chief Networking Officer at Zayo. In this role, he is responsible for and oversees teams dedicated to construction, engineering, field operations, and related support functions.

Troy has over 20 years of leadership experience in telecommunications and technology companies, including having most recently served as Chief Operating Officer for New Era Technology and VP of Field Operations for Comcast Cable before joining Zayo in December 2021.

Troy is a results-driven and customer-focused technical operations professional with a reputation for surpassing productivity and quality objectives. He is known as a team motivator and has expertise in implementing best-practice operational processes and aligning business operations.

Troy earned a Master of Science in Management of Technology from the University of Minnesota. He also holds Bachelor of Science Degrees in Business Management and Marketing.

Yannick Leboyer, Chief Operating Officer, Europe

Yannick Leboyer is Chief Operating Officer of Zayo in Europe, overseeing the product, deal management and operations teams across Europe.

Yannick joined Zayo in 2018 to accelerate the company's revenue growth and network expansion in Europe. He has led numerous network expansion projects in Dublin, the UK, Amsterdam, Frankfurt and Paris.

Yannick has over 20 years of strategy and operations experience. He previously served as Head of EMEA Strategy at Level 3 Communications (now Lumen) and as an Associate Partner at Bain & Company, a top-tier strategy consulting firm. He holds a MBA from London Business School and is a graduate from Institute Mines Telecom – Business School.

VERIFICATION

STATE OF COLORADO
COUNTY OF DENVER

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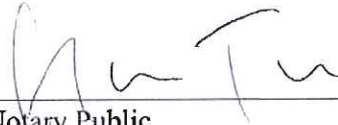
VERIFICATION

I, Lauren Lantero, state that I am Assistant Secretary of Zayo Northeast, 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 with respect to the Company are true and correct to the best of my knowledge, information, and belief.



Lauren Lantero
Assistant Secretary
Zayo Northeast, LLC

Sworn and subscribed before me this ____ day of May, 2024.



Notary Public

My commission expires 2-14-27

GABRIELA TORRESANI
Notary Public
State of Colorado
Notary ID # 20234006075
My Commission Expires 02-14-2027