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Our File No.: 0000330452

August 26, 2010

Via Overnight Courier

Docket Control Center
Arizona Corporation Commission
1200 West Washington Street
Phoenix, AZ 85007-2927

Re: In the Matter of the Application of Zayo Bandwidth, LLC for a Certificate of Convenience and Necessity to Provide Facilities-Based Local Exchange and Long Distance Telecommunications Services
Docket No. T-20694A-09-0379

Docket Control:

On behalf of Zayo Bandwidth, LLC ("Zayo") and in compliance with Decision No. 71781, enclosed is the original and thirteen (13) copies of Zayo's Performance Bond. Please date-stamp the extra copy and return it in the envelope provided. Should you have any questions please do not hesitate to contact Brett Ferenchak at 202-373-6697.

Respectfully submitted,

Jean L. Kiddoo
Brett P. Ferenchak

Counsel for Zayo Bandwidth, LLC

Enclosure

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Hartford
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Arizona Corporation Commission

DOCKETED

AUG 27 2010

DOCKETED BY

Berkley Regional Insurance Company

PERFORMANCE BOND

Bond No.: XXXXXXXXXX

KNOW ALL MEN BY THESE PRESENTS,

THAT Zayo Bandwidth, LLC, as Principal, and Berkley Regional Insurance Company, having its executive office in 11201 Douglas, Urbandale, IA 50322, as Surety, are held and firmly bound unto Arizona Corporation Commission Utilities Division, hereinafter referred to as Obligee, in the penal sum of One Hundred Thousand and 00/100 DOLLARS (\$ 100,000.00) for the payment of which, well and truly to be made, we bind ourselves, our heirs, executors, administrators, successors and assigns, jointly and severally, firmly by these presents.

WHEREAS, the Principal has entered into a certain written agreement with the Obligee dated the 13th day of July, 2010 to Provide Telecommunications System Services which agreement is hereby referred to and made a part hereof as fully and to the same extent as if copied at length herein.

NOW THEREFORE, the condition of this obligation is such, that if said Principal shall fully indemnify and reimburse the Obligee for any loss it may suffer through the failure of the Principal faithfully to observe and perform each and every obligation and duty imposed upon the Principal by the said agreement, in the time and in the manner therein specified, then this obligation to be void; otherwise to remain in full force and virtue in law.

PROVIDED, HOWEVER, it shall be a condition precedent to any right of recovery hereunder, that in the event of any default on the part of the Principal, a written statement of the particular facts showing the date and nature of such default shall be immediately delivered to the Surety by registered mail at its Home Office at 412 Mount Kemble Avenue, Suite 310N, Morristown, NJ 07960 Attention: Surety Claims Department.

AND PROVIDED FURTHER THAT no action, suit or proceeding shall be had or maintained against the Surety on this instrument unless same be brought or instituted and process served upon the surety within twelve (12) months after completion of the work mentioned in said contract, whether such work be completed by the Principal, Surety or Obligee; but if there is any maintenance period provided in the contract for which said Surety is liable, an action for maintenance may be brought within three months from the expiration of the maintenance period, but not afterwards. This bond may be terminated or canceled by Surety by giving thirty (30) days prior notice in writing from Surety to Principal and said Obligee, such notice to be given by certified mail.

IN WITNESS WHEREOF, the said Principal and Surety have signed and sealed this instrument this 11th day of August, 2010.

WITNESS:



Zayo Bandwidth, LLC

By: 

Berkley Regional Insurance Company

By: 
DiLynn F. Guern, Attorney-in-Fact

POWER OF ATTORNEY
BERKLEY REGIONAL INSURANCE COMPANY
WILMINGTON, DELAWARE

NOTICE: The warning found elsewhere in this Power of Attorney affects the validity thereof. Please review carefully.

KNOW ALL MEN BY THESE PRESENTS, that BERKLEY REGIONAL INSURANCE COMPANY (the "Company"), a corporation duly organized and existing under the laws of the State of Delaware, having its principal office in Urbandale, Iowa, has made, constituted and appointed, and does by these presents make, constitute and appoint: Janice R. Richards, Susan J. Lattarulo, Frank C. Penn, DiLynn F. Guern, Kevin W. McMahon, Mark H. Sweigart, Florietta Acosta, Tiffany A. McGonigle, Donald E. Appleby, Deanna M. Robichaud or Sarah C. Brown of Willis of Colorado, Inc. of Denver, CO its true and lawful Attorney-in-Fact, to sign its name as surety only as delineated below and to execute, seal, acknowledge and deliver any and all bonds and undertakings, with the exception of Financial Guaranty Insurance, providing that no single obligation shall exceed Fifty Million and 00/100 Dollars (\$50,000,000.00), to the same extent as if such bonds had been duly executed and acknowledged by the regularly elected officers of the Company at its principal office in their own proper persons.

This Power of Attorney shall be construed and enforced in accordance with, and governed by, the laws of the State of Delaware, without giving effect to the principles of conflicts of laws thereof. This Power of Attorney is granted pursuant to the following resolutions which were duly and validly adopted at a meeting of the Board of Directors of the Company held on August 21, 2000:

"RESOLVED, that the proper officers of the Company are hereby authorized to execute powers of attorney authorizing and qualifying the attorney-in-fact named therein to execute bonds, undertakings, recognizances, or other suretyship obligations on behalf of the Company, and to affix the corporate seal of the Company to powers of attorney executed pursuant hereto; and further

RESOLVED, that such power of attorney limits the acts of those named therein to the bonds, undertakings, recognizances, or other suretyship obligations specifically named therein, and they have no authority to bind the Company except in the manner and to the extent therein stated; and further

RESOLVED, that such power of attorney revokes all previous powers issued on behalf of the attorney-in-fact named; and further

RESOLVED, that the signature of any authorized officer and the seal of the Company may be affixed by facsimile to any power of attorney or certification thereof authorizing the execution and delivery of any bond, undertaking, recognizance, or other suretyship obligation of the Company; and such signature and seal when so used shall have the same force and effect as though manually affixed. The Company may continue to use for the purposes herein stated the facsimile signature of any person or persons who shall have been such officer or officers of the Company, notwithstanding the fact that they may have ceased to be such at the time when such instruments shall be issued."

IN WITNESS WHEREOF, the Company has caused these presents to be signed and attested by its appropriate officers and its corporate seal hereunto affixed this 15 day of April, 2010.

Attest:
By Ira S. Lederman
Senior Vice President & Secretary

Berkley Regional Insurance Company
By Robert P. Cole
Senior Vice President

WARNING: THIS POWER INVALID IF NOT PRINTED ON BLUE "BERKLEY" SECURITY PAPER.

STATE OF CONNECTICUT)
) ss:
COUNTY OF FAIRFIELD)

Sworn to before me, a Notary Public in the State of Connecticut, this 15 day of April, 2010, by Robert P. Cole and Ira S. Lederman who are sworn to me to be the Senior Vice President, and the Senior Vice President and Secretary, respectively, of Berkley Regional Insurance Company.

EILEEN KILLEEN
NOTARY PUBLIC
MY COMMISSION EXPIRES JUNE 30, 2012

Eileen Killeen
Notary Public, State of Connecticut

CERTIFICATE

I, the undersigned, Assistant Secretary of BERKLEY REGIONAL INSURANCE COMPANY, DO HEREBY CERTIFY that the foregoing is a true, correct and complete copy of the original Power of Attorney; that said Power of Attorney has not been revoked or rescinded and that the authority of the Attorney-in-Fact set forth therein, who executed the bond or undertaking to which this Power of Attorney is attached, is in full force and effect as of this date.

Given under my hand and seal of the Company, this 11th day of August, 2010.

(Seal)

Steven Coward

WARNING - Any unauthorized reproduction or alteration of this document is prohibited. This power of attorney is void unless seals are readable and the certification seal at the bottom is embossed. The background imprint, warning and confirmation (on reverse) must be in blue ink.