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August 15, 2012

VIA E-FILING AND OVERNIGHT MAIL

Debra A. Howland
Executive Director and Secretary
New Hampshire Public Utilities
Commission
21 South Fruit Street, Suite 10
Concord, NH 03301-2429



Re: Docket No. DT 10-229 (Competitive Local Exchange Carrier (CLEC) Certification of Light Tower Fiber, LLC d/b/a Lighttower Fiber Networks) Notification Regarding Planned Internal Reorganization and Corresponding Name Change of Light Tower Fiber LLC

Dear Ms. Howland:

Pursuant to this letter, Light Tower Fiber LLC (“LTF”) a wholly-owned intermediate subsidiary of Light Tower Holdings LLC (“Holdings”), hereby notifies the Public Utilities Commission (“Commission” or “PUC”) that LTF will be merged with and into certain Holdings’ affiliates as part of an internal corporate reorganization (the “Transaction”).

The Transaction will not affect the rates, terms or conditions under which LTF provides service in New Hampshire. The Transaction is not expected to affect LTF’s day-to-day operations. Apart from changing the name of the holder of the Commission’s 2010 Authorization to Provide Local Exchange Service (“Authorization”), there will be no changes to LTF’s tariffs as a result of the Transaction.¹ In sum, the Transaction will be transparent to and have no impact on LTF’s customers in New Hampshire.

¹ In view of the current rapidly changing communications market, any service provider, including the affiliates of Holdings, must constantly review its pricing strategy and product mix to respond appropriately to marketplace demands. Although rates, terms and conditions will be the same immediately after the merger as they were immediately pre-merger, prices and product mixes necessarily will change over time as customer demand, technology, and business demands dictate. Furthermore, in light of the disparate business of LTF and other Holdings’ affiliates, it is likely that tariffs of LTF and other affiliated companies will be reviewed in the near future to ensure they are accurate and in line with best practices. Obviously, LTF and its successor would make any such changes only in compliance with all applicable legal requirements. LTF reserves rights to review tariff obligations and other current legal obligations in light of the newly-enacted deregulation legislation that recently took effect.

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It is LTF's understanding that as a result of newly-enacted telecom deregulation legislation, Commission approval is not required to complete the Transaction described herein. Accordingly, this letter is submitted for informational purposes to ensure the continuing accuracy of the Commission's records. For the Commission's information, the following background is provided. A subsequent post-Transaction letter will be sent, along with updated CLEC contact forms, to confirm completion of the Transaction.

The Companies

LTF is a Delaware limited liability company, as is Holdings. LTF and Holdings have principal offices at 80 Central Street, Boxborough, Massachusetts 01719. Through its operating subsidiaries, Holdings offers Ethernet, dark fiber, wavelengths, SONET, Internet access and collocation services. The Companies and their affiliates have over 6,600 fiber route miles providing access to over 3,500 service locations coupled with comprehensive transport and alternative access solutions. The geographic footprint of Holdings and affiliates extends from Boston and southern New Hampshire, to eastern New York State, northern New Jersey, Long Island, New York City, Rhode Island and Connecticut.

In New Hampshire, only one of Holdings' affiliates provides telecommunications services pursuant to Commission authorization. Specifically, LTF is authorized to provide local exchange service pursuant to the Authorization issued in Docket No. DT 10-229 on September 10, 2010.

Description of Internal Reorganization

A. Merger of LTF into LTFLI

The following transactions are expected to occur: (1) a non-New Hampshire affiliate, Open Access Acquisition LLC ("Open Access"), will merge with and into its sole member, Light Tower Fiber Long Island LLC ("LTFLI")², with LTFLI as the surviving entity; and (2) LTF will merge with and into its wholly-owned subsidiary, LTFLI, with LTFLI as the surviving entity.³ As a result of these transactions, LTFLI, a Delaware LLC, will assume and perform all obligations of LTF and Open Access. Accordingly, the Authorization held by LTF will reflect the name Lighttower Fiber Networks LLC. LTFLI's sole member will be Light Tower LLC, an indirect, wholly-owned subsidiary of Holdings. Pre- and post-internal restructuring corporate organizational structure charts are attached to this letter as Exhibit A.

² LTFLI will change its name to Lighttower Fiber Networks LLC.

³ The merger of LTF with and into LTFLI is anticipated to occur on or about December 31, 2012; the merger of Open Access with and into LTFLI is anticipated to occur at a later date.

B. Participation of Lexent and LTFLI in Amended Financing Arrangements of Light Tower LLC

Please note that upon completion of the Transaction as described above, LTFLI, as a subsidiary of Light Tower LLC, will be required to participate in existing financing arrangements of Light Tower LLC. Specifically, under the existing Credit Agreement between Light Tower LLC, as Borrower, and the Lenders thereto and various other parties (the "Credit Agreement"), LTFLI and other Holdings' affiliates will provide a guaranty and will pledge their assets as security for the financing arrangements under the Credit Agreement. The Credit Agreement, as amended, provides for various credit facilities, including a revolving credit facility, incremental facility and term loans. LTF already participates as a guarantor under, and pledges its assets as security for, the Credit Agreement.⁴

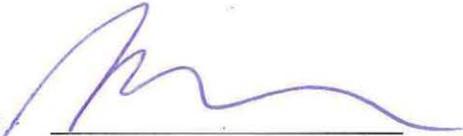
Conclusion

In sum, pursuant to an internal reorganization, New Hampshire Authorization holder LTF will be merged with and into LTFLI, which will operate using the name Lighttower Fiber Networks LLC. The Transaction will be completed later this year, and not later than December 31, 2012. LTF or its successors will provide a post-Transaction written confirmation and updated CLEC contact forms, to the extent required.

Please contact the undersigned if you have any questions.

Respectfully submitted,

Light Tower Fiber LLC

By: 

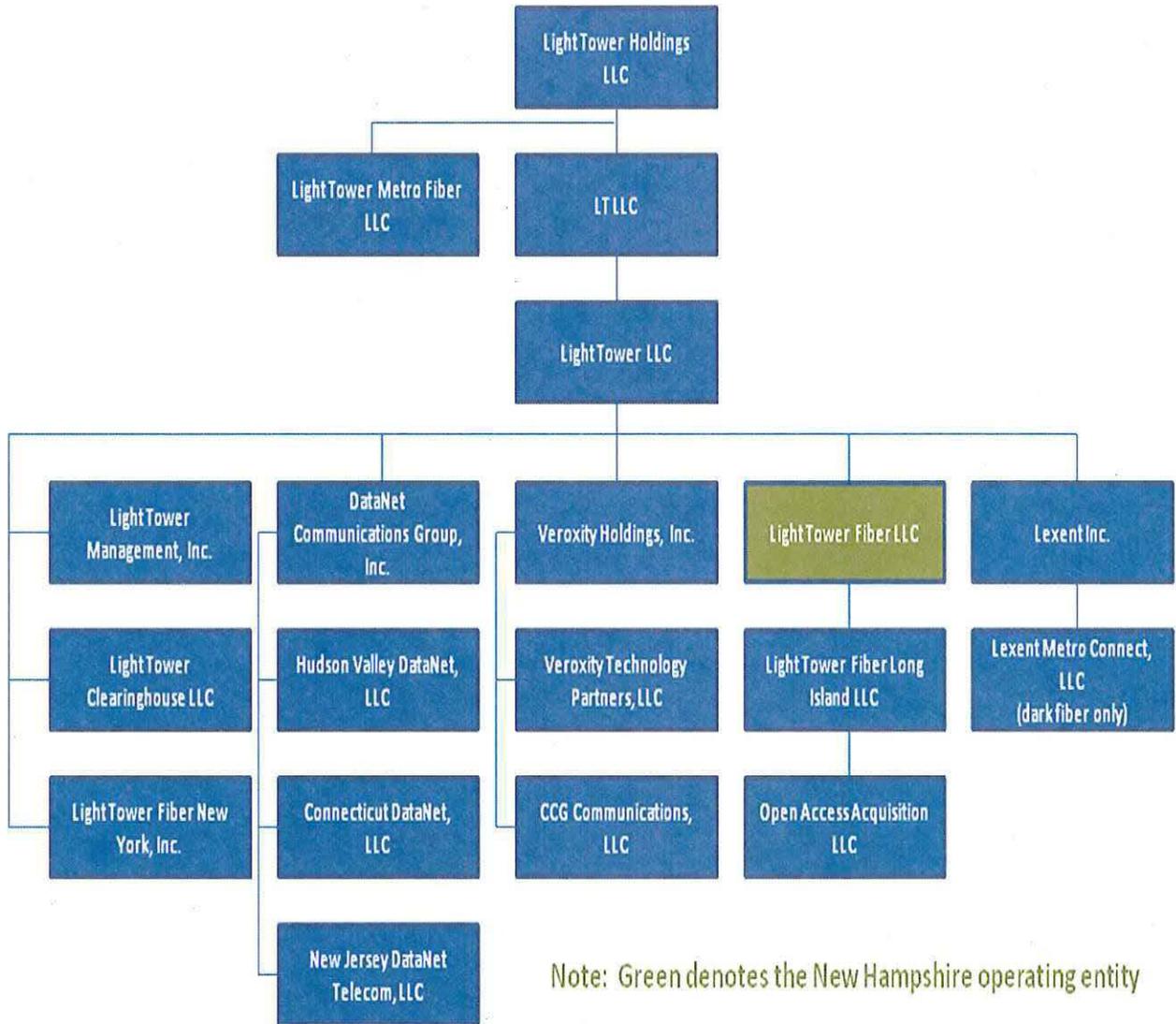
Robert J. Munnely, Jr.
Its attorney

cc: Service List in Docket No. DT 10-229
Leslie J. Brown, Vice President and Deputy General Counsel

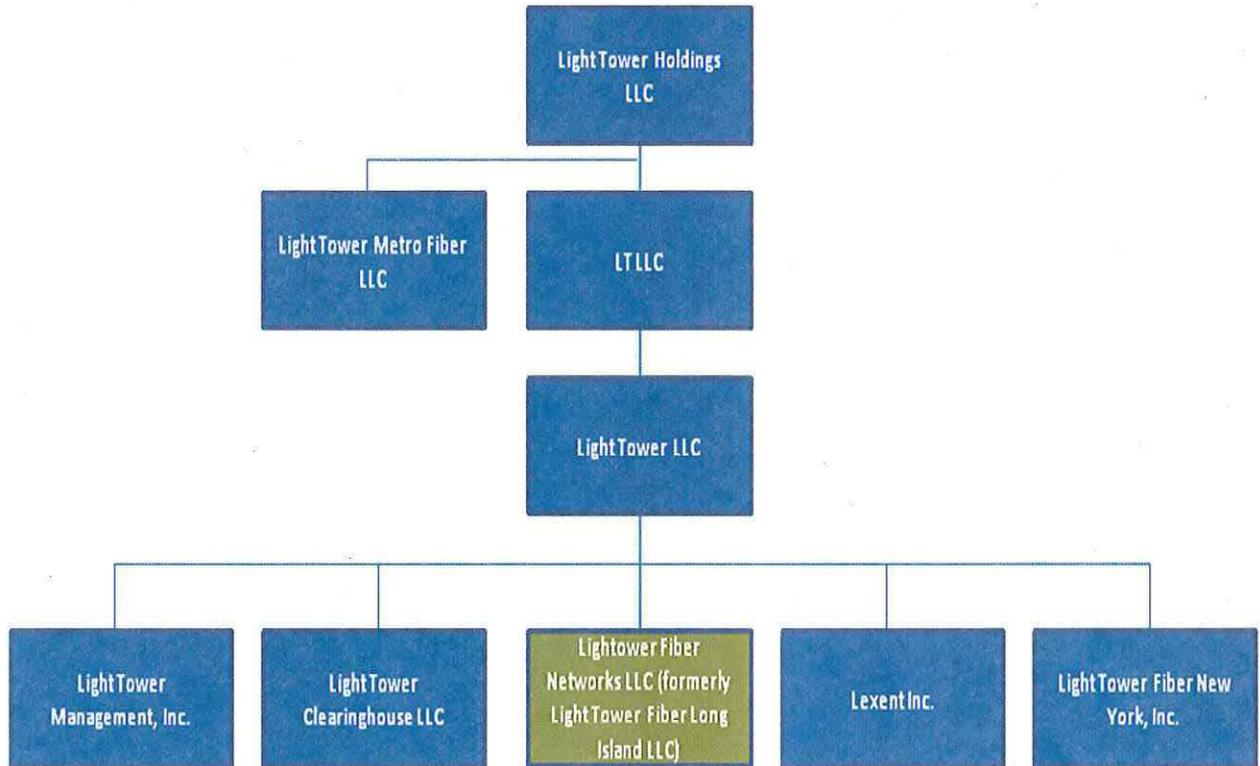
⁴ Commission approval of these financing transactions is not required; they are disclosed herein for informational purposes only.

EXHIBIT A

**PRE-INTERNAL RESTRUCTURING
LIGHT TOWER HOLDINGS LLC
CORPORATE ORGANIZATION CHART**



POST-INTERNAL RESTRUCTURING
LIGHT TOWER HOLDINGS LLC
CORPORATE ORGANIZATION CHART



Note: Green denotes the New Hampshire operating entity