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Vulcan Ventures Inc.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
: :
: Case No.: 04-13638
RCN CORPORATION, et al., :
: (Jointly Administered)
Debtors. :
: :
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APPELLANTS' DESIGNATION OF THE RECORD ON APPEAL

Appellants, Wells Fargo & Company and Vulcan Ventures Inc., pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, hereby present their designation of items to be included in the record on their appeal from the Bankruptcy Court's Order, dated June 22, 2004, approving the Debtors' Motion for Order Under 11 U.S.C. §§ 105(a), 363(b), 364(c)(1), 503(b) and 507 Authorizing, Approving and Ratifying Exit Financing Commitments and Payment of Related Fees and Expenses [filed in Case No. 04-13638, Docket No. 67].

Record on Appeal

1. Motion For Order Under 11 U.S.C. Sections 105(a), 363(b), 364(c)(1), 503(b) And 507 Authorizing, Approving And Ratifying Exit Financing Commitments And Payment Of Related Fees And Expenses, dated June 4, 2004 (Docket No. 32).

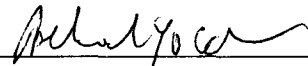
2. Declaration Of Timothy Coleman In Support Of Motion For Order Under 11 U.S.C. Sections 105(a), 363(b), 364(c)(1), 503(b) And 507 Authorizing, Approving And Ratifying Exit Financing Commitments And Payment Of Related Fees And Expenses, dated June 8, 2004 (Docket No. 36).
3. Motion Pursuant To Bankruptcy Code Sections 105(a) And 107(b) And Bankruptcy Rule 9018 For Order Authorizing Debtors To File Under Seal The Fee Letter And Engagement Letter Relating To Debtors' Motion For Order Authorizing, Approving And Ratifying Exit Financing Commitments And Payment Of Related Fees And Expenses, dated June 8, 2004 (Docket No. 37).
4. Declaration Of Service Of Rebecca J. Levy (for Docket No. 37), dated June 10, 2004 (Docket No. 43).
5. Order Authorizing the Debtors to File Under Seal the Fee Letter and Engagement Letter Relating to Debtors' Motion for Order Under 11 U.S.C. Sections. 105(a), 363(b), 364(c)(1), 503(b) and 507 Authorizing, Approving and Ratifying Exit Financing Commitments and Payment of Related Fees and Expenses, dated June 10, 2004 (Docket No. 39).
6. All documents filed pursuant to the Order Authorizing the Debtors to File Under Seal the Fee Letter and Engagement Letter Relating to Debtors' Motion for Order Under 11 U.S.C. Sections. 105(a), 363(b), 364(c)(1), 503(b) and 507 Authorizing, Approving and Ratifying Exit Financing Commitments and Payment of Related Fees and Expenses.
7. Objection of Preferred Shareholders Wells Fargo & Company and Vulcan Ventures Inc. to Debtors' Motion for Order Under 11 U.S.C. sections 105(a), 363(b), 364(c)(1), 503(b) and 507 Authorizing, Approving and Ratifying Exit Financing Commitments and Payment of Related Fees and Expenses, dated June 18, 2004 (Docket No. 60).
8. Debtors' Reply In Further Support Of Motion For Order Under 11 U.S.C. Sections 105(a), 363(b), 364(c)(1), 503(b) And 507 Authorizing, Approving And Ratifying Exit Financing Commitments And Payment Of Related Fees And Expenses, dated June 21, 2004 (Docket No. 65).
9. Order Authorizing, Approving and Ratifying Exit Financing Commitments and Payment of Related Fees and Expenses, dated June 22, 2004 (Docket No. 67).

10. Transcript of June 22, 2004 hearing.

Dated: New York, New York
July 12, 2004

Respectfully submitted,

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