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Attorneys for Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11
:
RCN CORPORATION, et al., : Case No. 04-13638 (RDD)
:
Debtors. : (Jointly Administered)
:
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**APPELLEES' DESIGNATION OF ADDITIONAL ITEMS
TO BE INCLUDED IN THE RECORD ON APPEAL**

Appellees' RCN Corporation and certain of its direct and indirect subsidiaries, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), pursuant to Rule 8006 of the Federal Rules of Bankruptcy Procedure, hereby present their designation of additional items to be included in the record on the appeal filed by Wells Fargo & Company and Vulcan Ventures Inc. of 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).

Additional Items for Record

1. Affidavit of Anthony M. Horvat Pursuant to Local Bankruptcy Rule 1007-2 and In Support of Chapter 11 Petitions and First Day Motions, dated May 27, 2004 and filed (prior to joint administration) in the docket for In re Hot Spots Productions, Inc., Case No. 04-13637 at docket entry number 2.

2. Transcript of Hearing held on June 2, 2004, regarding certain first day motions, attached hereto.

Dated: New York, New York
July 22, 2004

SKADDEN, ARPS, SLATE, MEAGHER
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/s/ J. Gregory St. Clair
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