

("RCN"), TEC Air, Inc., RLH Property Corporation, RCN Finance, LLC, Hot Spots Productions, Inc. (the "Initial Debtors"), and RCN Cable TV of Chicago, Inc. ("RCN Chicago," and together with the Debtors and the Initial Debtors, the "RCN Debtors"), the debtors and debtors-in-possession, filed (i) the Motion for Order Under 11 U.S.C. § 105(a) Directing that Certain Orders Entered in the Chapter 11 Cases of RCN Corporation, et al., case number 04-13638 (RDD), be Deemed Applicable to the Subsequent Debtors (the "Motion"), and (ii) a proposed order granting such relief (the "Proposed Order").

PLEASE TAKE FURTHER NOTICE that on **August 26, 2004 at 10:00 a.m.**, the Bankruptcy Court will hold a hearing to consider granting the relief requested on an interim basis.

PLEASE TAKE FURTHER NOTICE that on **September 29, 2004 at 10:00 a.m.**, the Bankruptcy Court will hold a hearing to consider granting the relief requested in the Motion on a final basis (the "Hearing") with respect to all orders except those related to the retention of **The Blackstone Group, LP and AP Services LLC**, which retention orders will be considered on a final basis on **October 27, 2004 at 10:00 a.m.** Objections to the Motion, if any, must be in writing, must conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York, and must be (i) filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) – registered users of the

Bankruptcy Court's case filing system must file electronically, and all other parties in interest must file on a 3.5 inch disk (preferably in Portable Document Format (PDF)), WordPerfect or any other Windows-based word processing format); submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy Judge; and served upon (i) RCN Corporation, 105 Carnegie Center, Princeton, NJ 08540, Attention: General Counsel; (ii) Skadden, Arps, Slate, Meagher & Flom LLP, counsel to the RCN Debtors, 4 Times Square, New York, NY, 10036-6522, Attention: Jay M. Goffman, Esq. And Frederick D. Morris, Esq.; (iii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st floor, New York, NY 10004, Attention: Paul K. Schwartzberg, Esq.; (iv) Milbank, Tweed, Hadley & McCloy, counsel to the Official Committee of Unsecured Creditors, 1 Chase Manhattan Plaza, New York, NY 10005, Attention: Dennis F. Dunne, Esq. and Deirdre A. Sullivan, Esq.; (v) Simpson Thacher & Bartlett, counsel to the agent for the RCN Debtors' prepetition credit facility, 425 Lexington Avenue, New York, NY 10017-3954, Attention: Peter V. Pantaleo, Esq.; and (vi) HSBC Bank USA, the indenture trustee for the RCN Debtors' outstanding debt securities, 452 Fifth Avenue, New York, NY 10001, Attention: Issuer Services, in each case so as to be **received** no later than 4:00 p.m. Eastern time on **September 24, 2004** in the case of all orders other than those related to the Blackstone Group, LP and AP Services LLC, and by no later than 4:00 p.m. Eastern Time, on **October**

22, 2004 in the case of the orders related to the Blackstone Group LP and AP Services LLC (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that only those objections made in writing and timely filed and received by the applicable Objection Deadline will be considered by the Bankruptcy Court at the Hearing, and that if no objections to the Motion are timely filed and served in accordance with the procedures set forth herein, the Bankruptcy Court may enter a final order granting the Motion **without further notice.**

Dated: New York, New York
August 23, 2004

SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP

/s/ Frederick D. Morris
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