

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- X
:
In re : Chapter 11
:
RCN ENTERTAINMENT, INC., : Case No. 04-15505
:
Debtor. :
:

----- X
----- X
:
In re : Chapter 11
:
ON TV, INC., : Case No. 04-15506
:
Debtor. :
:

----- X
----- X
:
In re : Chapter 11
:
21ST CENTURY TELECOM : Case No. 04-15507
SERVICES, INC., :
:
Debtor. :
:

----- X
----- X
:
In re : Chapter 11
:
RCN TELECOM SERVICES OF : Case No. 04-15508
VIRGINIA, INC., :
:
Debtor. :
:

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**ORDER UNDER FED. R. BANKR. P. 1015(b)
DIRECTING JOINT ADMINISTRATION OF CASES**

Upon the motion (the "Motion")¹ of the Debtors for entry of an order under Fed. R. Bankr. P. 1015(b) consolidating for procedural purposes only, and providing for joint administration of, the Debtors' chapter 11 cases together with the cases of RCN Corporation, et al., Case Number 04-13638 (RDD); and the Court having reviewed the Motion and the Horvat Affidavit; and the Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors and other parties in interest; and it appearing that notice of the Motion was good and sufficient under the particular circumstances and that no other and further notice be given; and upon the record herein; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

¹ Unless otherwise defined herein, capitalized terms used herein shall have the meanings ascribed to them in the Motion.

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion is GRANTED.
2. The chapter 11 cases of the Debtors shall be jointly administered by the Court for procedural purposes only along with the cases of RCN Corporation, et al., Case Number 04-13638 (RDD).
3. The caption of the jointly administered cases shall be as follows:

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

----- x
- :
: Chapter 11
In re :
: Case No. 04-13638 (RDD)
RCN CORPORATION, et al., :
: (Jointly Administered)
Debtors. :
x

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4. This caption shall be deemed to comply with the requirements of Bankruptcy Code section 342 and Bankruptcy Rules 1007 and 2002.

5. A docket entry shall be made in Debtors' cases substantially as follows:

An order has been entered in these cases directing the procedural consolidation and joint administration of the chapter 11 cases of RCN Corporation and certain of its affiliates. The docket in Case No. 04-13638 should be consulted for all matters affecting these cases.

6. The requirement of Local Bankr. R. 9013-1(b) that any motion filed shall be accompanied by a separate memorandum of law is satisfied by the Motion.

Dated: New York, New York
August 26, 2004

/s/ ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE