

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

**Hrg. Date: September 29, 2004 @ 10:00 a.m.**  
**Obj. Due: September 24, 2004 @ 4:00 p.m. (prevailing Eastern Time)**

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: In re : Chapter 11  
: :  
RCN CORPORATION, et al., : Case No. 04-13638 (RDD)  
: :  
Debtors. : Jointly Administered  
: :  
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**NOTICE OF (I) FILING OF DISCLOSURE STATEMENT AND PLAN OF REORGANIZATION AND (II) HEARING AND OBJECTION DATES WITH RESPECT TO APPROVAL OF DISCLOSURE STATEMENT**

TO ALL CREDITORS, EQUITY SECURITY HOLDERS AND OTHER PARTIES IN INTEREST:

PLEASE TAKE NOTICE that:

1. On August 20, 2004, 2004, RCN Corporation, and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above captioned chapter 11 cases (collectively, the "Debtors") filed with the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), the Joint Plan of Reorganization of RCN Corporation and Certain Subsidiaries (as it may be modified or amended, the "Plan"), and the Disclosure Statement with respect to the Plan (as amended, the "Disclosure Statement"). All defined terms not defined herein shall have the meanings ascribed to them in the Plan. A list of the Debtor plan proponents is attached hereto as Exhibit A.

2. A hearing to approve the Disclosure Statement and amendments thereto or summaries thereof, if any, presented at the hearing, has been scheduled for September 29, 2004 at 10:00 a.m. (prevailing Eastern time) at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, before the Honorable Robert D. Drain, United States Bankruptcy Judge (the "Disclosure Statement Hearing"). The Disclosure Statement Hearing may be continued or adjourned from time to time without further notice other than the announcement of the adjourned or continued date(s) at the Disclosure Statement Hearing or any continued or adjourned hearing.

3. Objections, if any, to the Disclosure Statement must conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the United States Bankruptcy Court for the Southern District of New York, and must be, **no later than 4:00 p.m. prevailing Eastern time on September 24, 2004**, (i) filed with the Bankruptcy Court in accordance with General Order M-242 (as amended) (a) electronically, by registered users of the Bankruptcy Court's case filing system, and (b) on a 3.5 inch disk (preferably in Portable Document Format (PDF), WordPerfect or any other Windows-based word processing format), by all other parties in interest; (ii) submitted in hard-copy form directly to the chambers of the Honorable Robert D. Drain, United States Bankruptcy

Judge, United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004; and (iii) served on the following parties:

<p>Skadden, Arps, Slate, Meagher &amp; Flom LLP  Four Times Square  New York, NY 10036-6522  (Attn: Jay M. Goffman, Esq.,  J. Gregory St. Clair, Esq., Frederick  D. Morris, Esq.)   Counsel for RCN Corporation, <u>et al.</u></p>	<p>Simpson, Thacher &amp; Bartlett LLP  425 Lexington Avenue  New York, NY 10017-3954  (Attn: Peter V. Pantaleo, Esq. and  Elisha Graff, Esq.)   Counsel to the agent for the Debtors' pre-petition credit facility</p>	<p>Milbank, Tweed, Hadley &amp; McCloy LLP  One Chase Manhattan Plaza  New York, NY 10005  (Attn: Dennis F. Dunne, Esq. and  Deirdre A. Sullivan, Esq.)   Counsel for the Creditors' Committee</p>
<p>Office of the United States Trustee  33 Whitehall Street  New York, NY 10004  (Attn: Paul K. Schwartzberg, Esq.)</p>	<p>Counsel to any other statutory committee appointed in the Debtors' cases (currently no such committees have been appointed)</p>	

**Objections not timely filed and served in the manner set forth above may not be considered and may be overruled.**

4 Copies of the Disclosure Statement and Plan are available for inspection online (a) free of charge at <http://www.rcnplan.com> or (b) on the Bankruptcy Court's Internet Website at <http://www.nysb.uscourts.gov>. A login and password to the Bankruptcy Court's Public Access to Electronic Court Records ("PACER") are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.psc.uscourts.gov>. Copies of the Disclosure Statement and Plan may also be examined between the hours of 9:00 a.m. and 4:30 p.m., Monday through Friday at the Office of the Clerk of the Bankruptcy Court, One Bowling Green, Room 511, New York, New York 10004-1408. Copies of the Disclosure Statement and Plan may also be obtained (a) upon written request to Debtors' counsel at the address and telephone number set forth below, or (b) upon written request to Financial Balloting Group LLC, 757 Third Avenue, 3rd Floor, New York, NY 10017 or by telephone at (646) 282-1800.

Dated: New York, New York  
August 30, 2004

Jay M. Goffman (JG 6722)  
J. Gregory St. Clair (GS 8344)  
(Members of the Firm)  
Frederick D. Morris (FM 6564)  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
Four Times Square  
New York, New York 10036  
(212) 735-3000  
Attorneys for the Debtors and Debtors-in-Possession

**Exhibit A**  
**Schedule of Debtor Plan Proponents**

DEBTOR	ADDRESS	CASE NO.	EID #
Hot Spots Productions, Inc.	80 West End Avenue, New York, NY 10023	04-13637(RDD)	11-3658121
RCN Corporation	105 Carnegie Center, Princeton, NJ 08540	04-13638(RDD)	22-3498533
RLH Property Corporation	105 Carnegie Center, Princeton, NJ 08540	04-13639(RDD)	22-3720727
RCN Finance, LLC	105 Carnegie Center, Princeton, NJ 08540	04-13640(RDD)	22-3827831
TEC Air, Inc.	105 Carnegie Center, Princeton, NJ 08540	04-13641(RDD)	51-0320454
RCN Entertainment, Inc.	105 Carnegie Center, Princeton, NJ 08540	04-15505(RDD)	22-3815533
ON TV, Inc.	105 Carnegie Center, Princeton, NJ 08540	04-15506(RDD)	04-3593566
RCN Telecom Services of Virginia, Inc.	105 Carnegie Center, Princeton, NJ 08540	04-15508(RDD)	22-3493560