

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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**ORDER UNDER 11 U.S.C. §§ 105 AND 363(b) AUTHORIZING
THE RETENTION OF PDA GROUP, LLC TO PERFORM
CONSULTING SERVICES FOR RCN CORPORATION**

Upon the motion (the "Motion")¹ of RCN Corporation ("RCN"), for entry of an order under 11 U.S.C. § 363(b), authorizing the retention of PDA Group, LLC ("PDA") for certain operational consulting services to be performed by its principal, Peter Aquino ("Aquino"); and the Court having reviewed the Motion; 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 proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and upon the agreements and understandings stated on the record of the hearing; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.

¹ Capitalized terms not otherwise defined shall have the meanings ascribed to them in the Motion.

2. RCN is hereby authorized to retain PDA to perform the Services in accordance with the terms set forth in the Engagement Letter.

3. 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
September 8, 2004

/s/Robert D. Drain
Judge Robert D. Drain
UNITED STATES BANKRUPTCY COURT