UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

ORDER UNDER 11 U.S.C. § 1121(d) EXTENDING THE EXCLUSIVE PERIODS TO PROPOSE AND SOLICIT AND OBTAIN ACCEPTANCES OF DEBTORS' JOINT PLAN OF REORGANIZATION (RCN CORPORATION, TEC AIR, INC., RLH PROPERTY CORPORATION, RCN FINANCE, LLC AND HOT SPOTS PRODUCTIONS, INC.)

Upon the motion (the "Motion")[1] of the Debtors seeking entry of an Order Under 11 U.S.C. 1121(d) Extending The Exclusive Periods To Propose And Solicit And Obtain Acceptances Of Debtors' Joint Plan of Reorganization; 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 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

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[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 deadline by which RCN Corporation, TEC Air, Inc., RLH Property Corporation, RCN Finance, LLC and Hot Spots Productions, Inc. have the exclusive right to propose a reorganization plan is extended through and including December 31, 2004, and the deadline by which such Debtors have the exclusive right to solicit and obtain acceptances of a reorganization plan is extended through and including February 28, 2005.

3. The Exclusive Periods are extended without prejudice to (i) the Debtors' right to seek further extensions of the Exclusive Periods, or (ii) the right of any party-in-interest to seek to reduce the Exclusive Periods for cause.

4. 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
, 2004

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UNITED STATES BANKRUPTCY JUDGE