

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 APPROVING DEBTORS' MOTION FOR AN  
ORDER APPROVING SHORTENED NOTICE AND OBJECTION  
PROCEDURES WITH RESPECT TO DEBTORS' MOTION FOR AN  
ORDER UNDER 11 U.S.C. §§ 105 AND 363 AUTHORIZING THE  
PURCHASE OF RENEWAL AND EXTENDED REPORTING  
DIRECTOR AND OFFICER LIABILITY INSURANCE COVERAGE**

Upon the motion (the "Motion to Shorten Notice") of the Debtors for entry of an Order Under 11 U.S.C. §§ 105 and 363(b) Authorizing the Purchase of Renewal and Extended Reporting Director & Officer Liability Insurance Coverage (the "Motion")<sup>1</sup>; and the Court having reviewed the Motion to Shorten Notice; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

1. The Motion to Shorten Notice is GRANTED.

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<sup>1</sup>Unless otherwise defined herein, capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

2. The Motion shall be heard before the Honorable Robert D. Drain, United States Bankruptcy Judge for the Southern District of New York, Alexander Hamilton Customs House, One Bowling Green, New York, NY 10004-1408 on October 15, 2004 at 10:00 a.m.

3. Service of the Motion (I) by hand delivery on October 1, 2004 on (A) the U.S. Trustee, (B) counsel for the agents for the Debtors' prepetition secured lenders, and (C) counsel to the official committee of unsecured creditors, and (ii) by overnight mail on October 1, 2004 on all entities having filed a notice of appearance in these cases, will be good and sufficient notice of the Motion.

4. Objections to the Motion shall be filed with the Court and served so that they are actually received no later than October 13, 2004 at 4:00 p.m.

Dated: New York, New York  
October 1, 2004

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE