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Attorneys for RCN Corporation, et al.,  
Debtors and Debtors-in-Possession

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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

**MOTION FOR ORDER UNDER  
RULE 2090-1(b) OF THE LOCAL RULES OF THE  
UNITED STATES DISTRICT COURT FOR THE SOUTHERN  
DISTRICT OF NEW YORK FOR ADMISSION PRO HAC VICE**

Thomas J. Matz ("Movant"), a member in good standing of the Bar of the State of New York, an attorney admitted to practice before the United States District Court for the Southern District of New York, and counsel with Skadden, Arps, Slate, Meagher & Flom LLP, hereby moves the Court to enter an order permitting Mark A. McDermott, counsel with said firm, to practice pro hac vice before the United States Bankruptcy Court for the Southern District of New York to represent RCN Corporation and certain of its direct and indirect subsidiaries, debtors

and debtors-in-possession in the above captioned chapter 11 cases (collectively, the "Debtors"), pursuant to Local Rule 2090-1(b) of the United States District Court for the Southern District of New York. In support of the Motion, Movant states as follows:

1. Mr. McDermott is a member in good standing of the Iowa State Bar and the Illinois State Bar. He is admitted to practice before all state courts in Iowa since 1991 and Illinois since 1992. Mr. McDermott is also admitted to practice before the United States District Court for the Northern District of Illinois and the United States Court of Appeals for the Fourth and Eight Circuits. In addition, there are no disciplinary proceedings pending against him as a member of the Iowa State Bar and the Illinois State Bar.

2. In support of the relief requested in this Motion, attached hereto as Exhibit A is a certificate pursuant to Local Rule 2090-1(b) of the United States Court for the Southern District of New York.

3. Movant requests that this Court approve this Motion so that Mr. McDermott may file pleadings and appear and be heard at hearings in these chapter 11 cases.

4. The Debtors submit that no new or novel issue of law is presented with respect to the matters contained herein. Because the relevant authorities in support of the requested relief are cited in this Motion, the Debtors request

that the requirement of the service and filing of a separate memorandum of law under Local Bankr. R. 9013-1(b) be deemed satisfied.

5. No previous request for the relief sought herein has been made to this or any other Court.

WHEREFORE, Movant respectfully requests that the Court enter an Order permitting Mark A. McDermott to appear pro hac vice in association with the Movant as counsel to the Debtors in these chapter 11 cases and granting such other and further relief as is just and proper.

Dated: New York, New York  
October 26, 2004

SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP

/s/ Thomas J. Matz  
D. J. Baker (DB 0085)  
(Member of the Firm)  
Thomas J. Matz (TM 5986)  
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Attorneys for Debtors and  
Debtors-in-Possession

## Exhibit A

I certify that I am eligible for admission to this Court, am admitted to practice in the jurisdictions specified in the Motion, and am in good standing in such jurisdictions; I submit to the disciplinary jurisdiction of this Court for any alleged misconduct which occurs in the course, or in the preparation, of these chapter 11 cases, pursuant to Local Rule 2090-1(b) of the District Court for the Southern District of New York; and I have access to, or have acquired, a copy of the Local Rules of this Court and am generally familiar with such Rules.

Dated: October 26, 2004

/s/ Mark A. McDermott

Mark. A. McDermott

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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

**ORDER GRANTING MOTION UNDER  
RULE 2090-1(b) OF THE LOCAL RULES OF THE  
UNITED STATES DISTRICT COURT FOR THE SOUTHERN  
DISTRICT OF NEW YORK FOR ADMISSION PRO HAC VICE**

Upon consideration of the Motion seeking admission pro hac vice of Mark A. McDermott to represent RCN Corporation and certain of its direct and indirect subsidiaries, debtors and debtors-in-possession in the above captioned chapter 11 cases (collectively, the "Debtors"), before the United States Bankruptcy Court for the Southern District of New York, as is more fully set forth in the Motion; and the Court having jurisdiction to consider the Motion and the relief requested therein in accordance with 28 U.S.C. §§ 157 and 1334; and the Court having determined that the relief sought in the Motion is in the best interests of the Debtors; and after due deliberation and sufficient cause appearing therefor, it is

ORDERED that Mark A. McDermott is permitted to appear pro hac vice as counsel to the Debtors in the above-captioned chapter 11 cases.

The requirement under Local Bankr. R. 9013-1(b) of the service and filing of a separate memorandum of law is satisfied by the Motion.

Dated: New York, New York  
, 2004

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UNITED STATES BANKRUPTCY JUDGE