

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In Re:

RCN CORPORATION, et al.,

Debtors.

Chapter 11

Case No. 04-13638 (RDD)

(Jointly Administered)

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**ORDER FOR EXPEDITED RELIEF AND ALLOWING INTERNATIONAL BUSINESS
MACHINES CORPORATION TO FILE DOCUMENT UNDER SEAL**

International Business Machines Corporation (“IBM”), having requested by Motions for expedited relief and for entry of an order pursuant to Fed. R. Bankr. P. 9013, 7026(c), and the Court’s General Order, M-242, Ex. 1, Sec. III, allowing IBM to file document under seal; and the Court having considered the Motions; and it appearing that due and proper notice of the Motions and the relief requested therein having been provided; and no further notice need be given; and the relief requested therein; and any objection to the Motions having been withdrawn, overruled or otherwise determined inapplicable; and all parties in interest having been heard or having been afforded an opportunity to be heard; and no adverse interest being affected; and after due deliberation and sufficient cause appearing therefore, it is hereby

ORDERED that the Motions are granted allowing IBM expedited relief and to file the Agreement under seal.

Dated: New York, New York
_____, 2004

Honorable Robert D. Drain
United States Bankruptcy Judge