

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

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

**[PROPOSED] ORDER OF COURT
GRANTING RELIEF FROM PLAN INJUNCTION**

Upon the motion (the “Motion”) by Debra K. Craig, dated December 20, 2004, seeking limited relief from the Plan injunction, for the benefit of herself and all other similarly situated participants and beneficiaries of the RCN Savings and Stock Ownership Plan (the “Savings Plan”), and the Court having determined that the relief requested in the Motion is appropriate, and after due deliberation thereon, and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED AND DECREED THAT:

(i) Craig and similarly situated participants and beneficiaries of the Savings Plan are relieved from any applicable injunction or restraint in this Court’s December 8, 2004 Order confirming the Plan of Reorganization to permit them to name RCN Corporation (“RCN”) as a defendant in related ERISA litigation, including Craig’s action against others now pending in the United States District Court for the District of New Jersey, for the purpose of recovering from any insurance coverage applicable to such claims against RCN; and

(ii) if Craig is successful in her appeal of this Court’s November 3, 2004 denial of her “Motion to File a Proof of Claim,” Craig and similarly situated participants and beneficiaries may also utilize the aforementioned litigation to adjudicate and liquidate Craig’s proof of claim,

except that any recovery on such claim in excess of such insurance coverage shall be consistent with the terms of the Plan of Reorganization.

Dated: New York, New York
_____, 2005

UNITED STATES BANKRUPTCY JUDGE