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March 1, 2005

## **BY HAND DELIVERY**

The Honorable Robert D. Drain  
United States Bankruptcy Court  
Southern District of New York  
Alexander Hamilton Customs House  
One Bowling Green  
New York, New York 10004-1408

Re: In re RCN Corporation, et al., Case No. 04-13638 (RDD)

Dear Judge Drain:

Set forth below is an agenda for the matters scheduled for the hearing on March 3, 2005 at 10:00 a.m. The information contained in this agenda reflects documents received in our offices as of this morning and information contained on the Court's docket last reviewed this morning.

**A. CONTINUED MATTERS**

1. CREDITOR DEBRA K. CRAIG'S MOTION FOR LIMITED RELIEF FROM PLAN INJUNCTION (Dkt. No. 495)

*Status:* This matter has been continued by consent of the parties to the hearing on March 30, 2005 at 10:00 a.m. (Objection Deadline: March 25, 2005 at 4:00 p.m.).

2. NOTICE OF HEARING RELATING TO CLAIM NUMBER 1096 FILED BY OLD DOMINION FREIGHT LINE, INC. AND OBJECTED TO IN DEBTORS' SECOND OMNIBUS OBJECTION PURSUANT TO 11 U.S.C. §§ 502(b) AND 510(b) AND FED. R. BANKR. P. 3003 AND 3007 (Dkt. No. 527)

*Status:* This matter has been continued by consent of the parties. Old Dominion has filed a request for a continuance for at least 45 days (Dkt. No. 563).

3. NOTICE OF HEARING RELATING TO CLAIM NUMBERS 1509 AND 1510, EACH FILED BY EDWARD T. JOYCE, INDIVIDUALLY AND AS 21<sup>ST</sup> CENTURY TELECOM GROUP, INC. SHAREHOLDER REPRESENTATIVE, AND OBJECTED TO IN DEBTORS' SECOND OMNIBUS OBJECTION PURSUANT TO 11 U.S.C. §§ 502(b) AND 510(b) AND FED. R. BANKR. P. 3003 AND 3007 (Dkt. No. 528)

*Response:* RESPONSE OF EDWARD T. JOYCE TO DEBTORS' SECOND OMNIBUS OBJECTION PURSUANT TO 11 U.S.C. §§ 502(b) AND 510(b) AND FED. R. BANK. P. 3003 AND 3007 TO CLAIMS (Dkt. No. 346)

*Status:* This matter has been continued by consent of the parties to the hearing on March 30, 2005 at 10:00 a.m.

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4. FINAL APPLICATION OF WINSTON & STRAWN LLP, COUNSEL TO THE BOARD DIRECTORS OF RCN CORPORATION, ET AL., FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES (Dkt. No. 541)

*Objections:* OBJECTION OF THE UNITED STATES TRUSTEE TO FINAL APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES

*Status:* This matter has been continued by consent of the parties to the hearing on March 17, 2005 at 10:00 a.m. (Objection Deadline: March 11, 2005 at 4:00 p.m.) (See Dkt. No. 566)

5. NOTICE OF HEARING CONCERNING MOTION FOR ORDER UNDER 11 U.S.C. §§ 105(a), 363(b) AND 365 AUTHORIZING AND APPROVING THE ASSUMPTION OF CERTAIN EXECUTORY CONTRACTS WITH ROYAL & SUNALLIANCE, USA, INC. (Dkt. No. 555)

*Status:* This matter has been continued by consent of the parties to the hearing on March 30, 2005 at 10:00 a.m. (Objection Deadline: March 25, 2005 at 4:00 p.m.).

**B. UNCONTESTED MATTERS**

1. FINAL APPLICATION OF DECHERT LLP FOR ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED FROM SEPTEMBER 14, 2004 THROUGH AND INCLUDING JANUARY 28, 2005 (Dkt. No. 526)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

2. SECOND AND FINAL APPLICATION OF CHANIN CAPITAL PARTNERS, FINANCIAL ADVISORS TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES FOR THE PERIOD SEPTEMBER 1, 2004 THROUGH DECEMBER 21, 2004 (Dkt. No. 539)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

3. FIRST AND FINAL APPLICATION OF KASOWITZ, BENSON, TORRES & FRIEDMAN LLP, SPECIAL CONFLICTS COUNSEL FOR THE DEBTORS AND DEBTORS IN POSSESSION, FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD SEPTEMBER 15, 2004 THROUGH DECEMBER 21, 2004 (Dkt. No. 540)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

4. FINAL REPORT BY AP SERVICES, LLC OF COMPENSATION EARNED AND EXPENSES INCURRED FOR THE PERIOD OF SEPTEMBER 1, 2004 THROUGH DECEMBER 31, 2004 AND MAY 27, 2004 THROUGH AUGUST 31, 2004 TOTALS PREVIOUSLY SUBMITTED (Dkt. No. 542)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

5. FINAL APPLICATION OF CAPITAL & TECHNOLOGY ADVISORS LLC FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INDUSTRY AND TECHNOLOGY ADVISOR TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD JUNE 14, 2004 THROUGH DECEMBER 21, 2004 (Dkt. No. 544)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

6. SECOND AND FINAL APPLICATION OF THE BLACKSTONE GROUP L.P. AS FINANCIAL ADVISOR TO RCN CORPORATION AND AFFILIATES FOR ALLOWANCE OF COMPENSATION FOR ACTUAL AND NECESSARY SERVICES RENDERED AND REIMBURSEMENT OF ALL ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE PERIOD OF MAY 27, 2004 THROUGH DECEMBER 21, 2004 (Dkt. No. 545)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

7. FINAL APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP SEEKING ALLOWANCE OF FEES FOR PROFESSIONAL SERVICES RENDERED AND DISBURSEMENTS INCURRED AS COUNSEL FOR THE DEBTORS FOR THE PERIOD FROM MAY 27, 2004 THROUGH DECEMBER 21, 2004 (Dkt. No. 546)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

8. FINAL APPLICATION OF MILBANK, TWEED, HADLEY & McCLOY LLP, AS COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR FINAL ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES DURING PERIOD FROM JUNE 10, 2004 THROUGH AND INCLUDING DECEMBER 21, 2004 (Dkt. No. 547)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

9. FINAL FEE APPLICATION OF PRICEWATERHOUSECOOPERS LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS ACCOUNTANTS AND FINANCIAL ADVISORS PURSUANT TO SECTION 327(a) OF THE BANKRUPTCY CODE FOR THE DEBTORS FOR THE PERIOD MAY 26, 2004 THROUGH DECEMBER 21, 2004 (Dkt. No. 548)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

10. SECOND AND FINAL APPLICATION OF SWIDLER BERLIN LLP, AS SPECIAL REGULATORY COUNSEL, FOR FINAL ALLOWANCE OF COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES INCURRED FROM MAY 27, 2004 THROUGH AND INCLUDING DECEMBER 23, 2004 (Dkt. No. 549)

*Objections:* None.

*Objection Deadline:* February 25, 2005 at 4:00 p.m.

*Status:* This matter will be proceeding.

**C.                   CONTESTED MATTERS**

1.       REORGANIZED DEBTORS' SIXTH OMNIBUS OBJECTION TO CLAIMS  
PURSUANT TO 11 U.S.C. §§ 105(a), 502(b), AND 510(b) AND FED. R. BANKR. P.  
3007 (Dkt. No. 530)

*Responses:*                   RESPONSE TO THE SIXTH OMNIBUS OBJECTION TO  
CLAIMS FILED BY REGEN CAPITAL I, INC. (Dkt. No. 565)

*Response Deadline:*   February 24, 2005 at 4:00 p.m.

*Status:*                       This matter will be proceeding.

2.       APPLICATION BY AP SERVICES, LLC FOR APPROVAL AND PAYMENT OF  
THE CONTINGENT SUCCESS FEE (Dkt. No. 543)

*Objections:*               OBJECTION OF OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS TO APPLICATION BY AP SERVICES, LLC FOR  
APPROVAL AND PAYMENT OF CONTINGENT SUCCESS  
FEE (Dkt. No. 567) (filed on February 28, 2005 upon consent of  
the parties)

*Objection Deadline:*   February 25, 2005 at 4:00 p.m.

*Status:*                       This matter will be proceeding.

Sincerely,

/s/ Lena Mandel

Lena Mandel, Esq.

**Milbank, Tweed, Hadley & McCloy LLP**

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Counsel for Reorganized RCN

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cc (by electronic mail):

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Counsel for Edward T. Joyce

John M. Daley, Esq.  
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David Neier, Esq.  
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