UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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

ORDER OF COURT GRANTING
LIMITED RELIEF FROM PLAN INJUNCTION

Upon the motion (the "Motion") by Debra K. Craig, dated December 20, 2004, seeking

limited relief, for the benefit of herself and all other similarly situated participants and

beneficiaries of the RCN Savings and Stock Ownership Plan (the "Savings Plan"), from the

injunction issued by this Court's December 8, 2004, Order confirming the plan of reorganization

in the above-captioned Chapter 11 cases (the "Cases"), and the Court having reviewed the papers

filed and having heard the arguments of counsel, and after due deliberation thereon, it is hereby

ORDERED, ADJUDGED AND DECREED that the Motion is GRANTED to the extent

set forth in this Order, as follows:

1.   Craig and all other similarly situated parties (the "Plaintiffs") may name the

reorganized debtor, RCN Corporation, as a nominal defendant in the pending consolidated action

captioned *In re RCN Corporation ERISA Litigation*, No. 04-cv-5068 (SRC) (D.N.J.).

2.   The Plaintiffs may enforce any judgment obtained against RCN Corporation solely against any applicable insurance companies and only up to limits of any applicable insurance coverage, to the extent such coverage is available.

3.   Nothing in this Order prevents Plaintiffs from pursuing litigation claims against others, including current or former directors, officers, employees, partners, members, or managers (collectively the "Third-Parties") of RCN Corporation or any other reorganized debtor in these Cases, and collecting in full any judgments Plaintiffs may obtain against such Third-Parties.

4.   As an express condition to the entry of this Order, Craig has waived her right to further appeal the denial of leave to file a late proof of claim pending at *In re RCN Corporation*, No. 04-cv-10063 (DC) (S.D.N.Y.).

Dated: New York, New York
        April __, 2005

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UNITED STATES BANKRUPTCY JUDGE