

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re : Chapter 11  
 :  
RCN CORPORATION, et al., : Case No. 04-13638 (RDD)  
 :  
Reorganized Debtors. : Jointly Administered  
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**ORDER GRANTING REORGANIZED DEBTORS'  
AMENDED EIGHTH OMNIBUS OBJECTION WITH  
RESPECT TO CLAIM NOS. 2118, 2119 AND 2120**

This matter having come before the Court on the Reorganized Debtors' Amended Eighth Omnibus Objection To Claims Pursuant To 11 U.S.C. §§ 105(a), 502(b), And 510(b) And Fed. R. Bankr. P. 3007, dated August 5, 2005 (the "Amended Objection"); and it appearing that notice of the Amended Objection was good and sufficient under the particular circumstances and that no other or further notice need be given; and the Court having considered (i) the Amended Objection, (ii) the Rainbow Media Claims,<sup>1</sup> and (iii) any responses to the Amended Objection; and after due deliberation thereon; and good cause appearing therefor;

THE COURT HEREBY FINDS THAT:

A. The Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157. Venue of the Reorganized Debtors' chapter 11 case and the Amended

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<sup>1</sup> All capitalized terms not defined herein have the respective meanings ascribed to them in the Amended Objection.

Objection in this district is proper under 28 U.S.C. §§ 1408 and 1409. This Court retains jurisdiction pursuant to the Plan and the order confirming the Plan.

NOW, THEREFORE, IT IS HEREBY ORDERED THAT:

1. Claim 2118 shall be disallowed in its entirety and expunged.

2. Claim 2119 shall be disallowed in its entirety and expunged.

3. Claim 2120 shall be disallowed in its entirety and expunged.

4. Bankruptcy Services, LLC, as Court-appointed claims agent for the Reorganized Debtors, is hereby directed to amend the Reorganized Debtors' claims register to reflect the terms of this Order.

5. This Court shall retain jurisdiction over the Reorganized Debtors and the holders of claims subject to the Amended Objection with respect to any matters relating to or arising from the Amended Objection or the implementation of this Order.

Dated: New York, New York  
September 21, 2005

/s/ Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE