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October 31, 2000

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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Telecom Division
International Bureau

Magalie Roman Salas, Secretary
Federal Communications Commission
The Portals Building, TW-A325
445 12th Street, SW
Washington, DC 20554

Re: Notice of Pro Forma Assignment of RCN Companies' Section 214 Authorizations
to RCN Telecom Services, Inc.

Dear Ms. Salas:

RCN Telecom Services, Inc. (formerly RCN Telecom Services of Pennsylvania, Inc. ("RCN TS")), * RCN Telecom Holding Company (formerly RCN Telecom Services, Inc.) ("RCN HC"), RCN Long Distance Company ("RCN LD") and the RCN Subsidiaries¹ (RCN HC, RCN LD and RCN Subsidiaries collectively, "the Parties") by their undersigned counsel and pursuant to Section 63.24(b) of the Commission's rules, 47 C.F.R. § 63.24(b), hereby submit this letter to notify the Commission of the *pro forma* assignment of the Parties' Section 214 authorities² to RCN TS, RCN HC's parent company and an affiliate of RCN LD. RCN TS, in turn, is a wholly-owned subsidiary of RCN Corporation, the ultimate parent company of the Parties. The Parties hereby certify that these assignments are *pro forma* in nature as defined in Section 63.24(a)(4) of the Commission's Rules, 47 C.F.R. § 63.24(a)(4), and do not result in a change of the carrier's ultimate control.

The assignment of the Parties' Section 214 authorizations are a part of a corporate restructuring. The restructuring resulted in the merger of the RCN Subsidiaries into RCN HC, which then merged into its direct parent RCN TS, and a merger of RCN LD into RCN TS. RCN TS assumed the Parties' authorizations and operations. As a result, the Parties ceased to exist as

¹"RCN Subsidiaries" refers collectively to 18 RCN subsidiaries listed in Exhibit A.

* On September 29, 1999, RCN TS changed its name to RCN Telecom Services, Inc.

² Please see Exhibit A for list of authorizations.

corporate entities.³ RCN Corporation remains the ultimate parent of the remaining RCN entities.

The restructuring is strictly *pro forma* and does not adversely affect the provision of international telecommunication services. The Parties' international customers will be served by the same team of qualified consumer representatives and will be provided service pursuant to contracts and tariffs that offer all of the services currently offered, at the same rates, terms and conditions. RCN TS will file revised tariffs to reflect RCN TS as the operating entity as a result of the restructuring. The revised tariffs will incorporate identical services, rates, terms and conditions. There will be no change in the ultimate ownership or control of RCN TS. RCN TS will be led by the same team of experienced telecommunications personnel that led the Parties. Thus, service will continue to be provided using the same network, billing systems and customer service operations as are used by the Parties.

An original and five (5) copies of this filing are enclosed. Please date stamp the enclosed extra copy and return it to us in the self addressed postage prepaid envelope provided. If you should have any questions concerning this filing, please feel free to contact us.

Respectfully submitted,



Michael Donahue
Heather Thomas

Counsel to RCN Telecom Services, Inc. (formerly RCN
Services of Pennsylvania, Inc.), RCN Telecom
Services, Inc., RCN Long Distance Company and RCN
Subsidiaries

³

Due to certain regulatory requirements of the Commonwealth of Virginia and for other business reasons, RCN Telecom Services of Virginia, Inc., RCN Telecom Services of Washington, D.C., Inc. ("RCN DC") and RCN Telecom Services of Massachusetts, Inc. ("RCN MA") remained intact. In addition, Starpower Communications, LLC ("Starpower") and RCN BecoCom, LLC ("RCN BecoCom") remained intact and retained their Section 214 authorizations, ITC-214-19980116-00024 and ITC 214-19971027-00661 respectively, and will continue to provide services pursuant to these authorizations. To the extent necessary, however, the Parties notify the Commission of the *pro forma* transfer of control of Starpower's parent, RCN DC, and RCN BecoCom's parent, RCN MA, from RCN HC to RCN TS.

EXHIBIT A

Section 214 Authorizations of Applicants

RCN Subsidiaries:

RCN Telecom Services of Arizona, Inc.	ITC-214-19981002-00679
RCN Telecom Services of California, Inc.	ITC-214-19981002-00679
RCN Telecom Services of Connecticut, Inc.	ITC-214-19981002-00679
RCN Telecom Services of Delaware, Inc.	ITC-214-19970723-00430
RCN Telecom Services of Maine, Inc.	ITC-214-19981002-00679
RCN Telecom Services of Maryland, Inc.	ITC-214-19970723-00430
RCN Telecom Services of Massachusetts, Inc.	ITC-214-19961004-00490
RCN Telecom Services of Nevada, Inc.	ITC-214-19981002-00679
RCN Telecom Services of New Hampshire, Inc.	ITC-214-19981002-00679
RCN Telecom Services of New Jersey, Inc.	ITC-214-19970723-00430
RCN Telecom Services of New York, Inc.	ITC-214-19961004-00489
RCN Telecom Services of Philadelphia, Inc.	ITC-214-19970707-00384
RCN Telecom Services of Rhode Island, Inc.	ITC-214-19981002-00679
RCN Telecom Services of Southeast New York, Inc.	ITC-214-19981002-00679
RCN Telecom Services of Vermont, Inc.	ITC-214-19981002-00679
RCN Telecom Services of Virginia, Inc.	ITC-214-19970723-00430
RCN Telecom Services of Washington, D.C., Inc.	ITC-214-19970723-00430
RCN Telecom Services of Washington, Inc.	ITC-214-19981002-00679

RCN Long Distance Company and RCN Telecom Services, Inc.:

RCN Long Distance Company	ITC-214-19970717-00411
RCN Telecom Services, Inc.	ITC-214-19981002-00679
	ITC-214-19970723-00430
	ITC-214-29970707-00379