

**Description Of Transaction
And Public Interest Statement - Item A21**

RCN Cable TV of Chicago, Inc. ("Assignor") is the licensee of Temporary Fixed Earth Station E100045.¹ Assignor is currently wholly owned by RCN Telecom Services of Illinois, LLC, which, in turn, is wholly owned by RCN Telecom Services, LLC. RCN Telecom Services, LLC is a wholly owned subsidiary of Yankee Cable.

By the subject application, Commission consent is sought to assignment of the license for Station E100045 from Assignor to RCN Telecom Services (Lehigh) LLC ("Assignee"). As demonstrated in Exhibit A20 to this application, Assignee is also a wholly owned subsidiary of RCN Telecom Services, LLC. Accordingly, the proposed assignment of license is *pro forma* and does not involve a substantial change in ownership or control. Pursuant to 47 C.F.R. §25.151(c)(5), Assignor and Assignee respectfully submit that it is not necessary for the Commission to issue a public notice announcing receipt of the instant application.

The proposed *pro forma* assignment of license will not affect the technical parameters of Station E100045, but it will allow the parties to carry out their business objectives and more efficiently and effectively operate the subject facilities as part of the parties' offering of enhanced telecommunications services. Accordingly, Assignor and Assignee respectfully submit that grant of the instant application will serve the public interest.

¹File No. SES-LIC-20100326-00376. Control of RCN Cable TV of Chicago, Inc. was transferred from RCN Corporation to Yankee Cable Acquisition, LLC ("Yankee Cable") pursuant to Commission authorization, File No. SES-T/C-20100604-00673, consummated August 26, 2010.