

STATE OF VERMONT
PUBLIC SERVICE BOARD

Docket No. 6304

Joint Petition of RCN Telecom Services, Inc.)
(formerly RCN Telecom Services of Pennsylvania, Inc.),)
RCN Telecom Services, Inc., RCN Telecom Services of)
Vermont, Inc. and RCN Long Distance Company for)
Approval of Merger and Associated Transactions)

CERTIFICATE OF CONSENT ISSUED
PURSUANT TO 30 V.S.A. SECTION 109

IT IS HEREBY CERTIFIED that the Public Service Board of the State of Vermont has this date found and adjudged that the mergers of (1) RCN Telecom Services of Vermont, Inc. ("RCN VT") with and into RCN Telecom Services, Inc. ("RCN TS"), a wholly-owned subsidiary of RCN Telecom Services, Inc. (formerly RCN Telecom Services of Pennsylvania, Inc.) ("RCN PA"); and (2) RCN Long Distance Company ("RCN LD") with and into RCN PA will promote the public good. Petitioner shall file this Certificate of Consent with the Vermont Secretary of State, pursuant to 30 V.S.A. § 109.

DATED at Montpelier, Vermont, this 19th day of April, 2000.

s/Michael H. Dworkin)
) PUBLIC SERVICE
)
s/Suzanne D. Rude) BOARD
)
) OF VERMONT
s/David C. Coen)

OFFICE OF THE CLERK

FILED: April 19, 2000

ATTEST: s/Judith C. Whitney
Deputy Clerk of the Board

NOTICE TO READERS: This decision is subject to revision of technical errors. Readers are requested to notify the Clerk of the Board (by e-mail, telephone, or mail) of any technical errors, in order that any necessary corrections may be made. (E-mail address: Clerk@psb.state.vt.us)