

**REPORT OF THE TOWN OF LEXINGTON
ON THE REQUEST FOR AMENDMENTS TO THE
TOWN OF LEXINGTON CABLE TELEVISION FINAL LICENSE**

+ Licensee:

RCN-BecoCom, L.L.C.
115 West Street
Boston, Massachusetts 02127

+ Issuing Authority:

The Board of Selectmen
Town of Lexington
Town Office Building
1625 Massachusetts Avenue
Lexington, Massachusetts 02420

+ Date of the Final License Execution:

May 24, 1999

+ Proposed Effective Date of Final License Amendments:

June 1, 2006

+ Explanation of Final License Amendments:

See below.

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Amendment #1:

Section 3.1---SUBSCRIBER NETWORK

+ Description of proposed amendment:

The requirement for completing the remaining underground portions of the Subscriber Network has been revised to reflect a per dwelling-unit financial commitment by the Licensee.

+ Text of amended Section 3.1(a): The Final License is hereby amended by deleting the first sentence of Section 3.1(a) and inserting in place thereof the following new language, adding a new paragraph (b)(1), (2) & (3) and a new paragraph (c) and renumbering all of the subsequent paragraphs in said Section 3.1:

(a) Subject to paragraph (b) below, no later than eighteen (18) months from the Execution Date of the Final License and provided that the Licensee is able to obtain underground permits in an expeditious manner, the Licensee shall construct, install, activate, operate and maintain, at its sole cost and expense, and make available to all residents of the Town, an eight hundred sixty Megahertz (860 MHz) Subscriber Network, fully capable and activated to have a minimum capacity equivalent to one hundred ten (110) NTSC video Downstream and four (4) NTSC video Upstream Channels.

(b) Within fourteen (14) days of the effective date of this Final License amendment, the Licensee shall provide to the Issuing Authority (i) a list of all residences in underground areas in the Town for which Cable Service is not available as of the effective date of this Final License amendment; (ii) a timetable setting out when Cable Service will be available to such residences in accordance with this paragraph (b); and (iii) an explanation of any problems that the Licensee anticipates in providing Cable Service to such residences. Provided that the Licensee provides said information in a timely manner, the Licensee shall only be required to provide Cable Service to homes in underground areas in the Town that can be constructed by the Licensee for an amount not to exceed Seven Hundred Fifty Dollars (\$750.00) per home.

(1) In the event that any home in an underground area in the Town can be connected to Licensee's Cable System for an amount not to exceed Seven Hundred Fifty Dollars (\$750.00) per home and the customer requests such connection, the Licensee shall complete such connection expeditiously, but in no event later than thirty (30) days from the request from the homeowner for service.

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(2) In the event that any home in an underground area in the Town cannot be connected to Licensee's Cable System for an amount not to exceed Seven Hundred Fifty Dollars (\$750.00) per home after a customer requests such connection, the Licensee shall not be required to provide a connection to such home; provided, however, that the Licensee shall still be required to provide such connection to a home in the event that the homeowner agrees to pay for any connection costs in excess of the Seven Hundred Fifty Dollars (\$750.00) that the Licensee is required to expend pursuant to this Section 3.1(b).

(3) In the event that a homeowner agrees to pay for any such additional costs, the Licensee shall provide said homeowner with a detailed estimate of what such additional costs will be. If the homeowner agrees to pay such additional costs, the Licensee shall complete the connection expeditiously, but in no event later than thirty (30) days from the request from the homeowner for service.

(c) In consideration for the revisions made to this Section 3.1, the Licensee shall provide a payment to the Town of Lexington in the amount of Fifty Thousand Dollars (\$50,000.00), concurrent with the execution of this Amendment.

+ Purpose for which the Amendment is being made:

The amendment is being made to reflect the fact that the Licensee has been unable to complete construction of all underground areas in the Town due to the high cost of such construction.

+ Date Amendment Received by the Issuing Authority and the Licensee:

March 1, 2006.

+ Probable Effects on Consumers and other Concerned Parties:

Consumers and other concerned parties will benefit from the increased availability of the Subscriber Network in Lexington.

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Amendment #2:

Section 4.1---AREA TO BE SERVED

+ Description of proposed amendment:

Section 4.1(a) is being amended to conform the completion requirements of the Subscriber Network to the amended language in Section 3.1(a) & (b) supra.

+ Text of Section 4.1(a): The Final License is hereby amended by revising Section 4.1(a) as follows:

(a) The area to be served is the entire Town of Lexington subject to Sections 3.1(a) & (b) supra as amended.

+ Purpose for which the Amendment is being made:

The amendment is being made to conform the completion requirements of the Subscriber Network to those in Section 3.1, as amended.

+ Date Amendment Received by the Issuing Authority and the Licensee:

March 1, 2006.

+ Probable Effects on Consumers and other Concerned Parties:

Consumers and other concerned parties will benefit from the increased availability of the Subscriber Network in Lexington.

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Amendment #3:

Section 5.9---FREE INTERNET SERVICE TO TOWN BUILDINGS AND SCHOOLS

+ Description of proposed amendment:

Section 5.9 is being amended to reflect the fact that RCN will be providing the Town with increased Internet bandwidth at five (5) Megabits per second without charge(s).

+ Text of Section 5.9(d): The Final License is hereby amended by revising Section 5.9 by adding a new paragraph (d) as follows:

(d) From June 1, 2006 through the expiration of the Final License, the Licensee shall provide the Town with additional Internet bandwidth at five (5) Megabits per second without charge(s). Said bandwidth is in addition to the bandwidth required by Section 5.9(a) and Exhibit 5 of the Final License.

+ Purpose for which the Amendment is being made:

The amendment is being made to reflect the agreement between the Issuing Authority and RCN on this matter.

+ Date Amendment Received by the Issuing Authority and the Licensee:

March 1, 2006.

+ Probable Effects on Consumers and other Concerned Parties:

Consumers and other concerned parties will benefit from the increased Internet transmission speeds available to the Town.

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Amendment #4:

Section 6.3---ANNUAL SUPPORT FOR PEG ACCESS

+ Description of proposed amendment:

The Licensee has agreed to forgive any credits due from the Town as a result of any initial overpayments of the PEG Access payments to the Issuing Authority.

+ Text of amended Section 6.3b: The Final License is hereby amended by deleting in their entirety the last two (2) sentences of Section 6.3(a)

+ Purpose for which the Amendment is being made:

The amendment is being made (i) in partial consideration of Amendments # 1, #3 and #5 herein.

+ Date Amendment Received by the Issuing Authority and the Licensee:

March 1, 2006.

+ Probable Effects on Consumers and other Concerned Parties:

This amendment will have no negative impact on Subscribers and other groups in Lexington.

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Amendment #5:

Section 9.2---PERFORMANCE BOND

+ Description of proposed amendment:

The Issuing Authority has agreed to reduce the amount of the performance bond to the amount of Three Hundred Thousand Dollars (\$300,000.00).

+ Text of amended Section 9.2(a): The Final License is hereby amended by deleting the reference to “Seven Hundred Thousand Dollars \$700,000.00” in line ten of said Section 9.2(a) and replacing it with “Three Hundred Thousand Dollars (\$300,000.00)”. The remainder of said Section 9.2(a) shall remain the same.

+ Purpose for which the Amendment is being made:

The amendment is being made in recognition of the fact that (i) the Licensee has constructed considerable plant in the Town and (ii) the revised performance bond is still sufficient to guarantee Final License compliance.

+ Date Amendment Received by the Issuing Authority and the Licensee:

March 1, 2006.

+ Probable Effects on Consumers and other Concerned Parties:

Consumers and other concerned parties will benefit from the increased availability of the Subscriber Network in Lexington. The reduced performance bond will have no affect on Subscribers.

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SIGNATURE PAGE

In Witness Whereof, this Amendment to the Cable Television Final License is hereby issued by the Board of Selectmen of the Town of Lexington, Massachusetts, as Issuing Authority, and is hereby agreed to by RCN-BecoCom, L.L.C. this ___th day of _____, 2006.

Jeanne K. Krieger
Chairman

By: Thomas K. Steel, Jr.
Title: Vice-President and
Regulatory Counsel

Peter C. J. Kelley
Member

Richard Pagett
Member

Norman P. Cohen
Member

Hank Manz
Member

Board of Selectmen
Licensing Issuing Authority

RCN-BecoCom, L.L.C.

PUBLIC NOTICE

**PROPOSED CABLE TELEVISION
FINAL LICENSE AMENDMENT**

The Lexington Board of Selectmen, as Issuing Authority, and RCN-BecoCom, LLC, as the cable television Licensee in Lexington, have mutually agreed to amend the Cable Television Final License, dated May 24, 1999, by amending and/or adding a number of Final License sections. A full text of the proposed amendments is available in the Town Clerk's Office at Town Hall during regular business hours. Members of the public are welcome to provide input on the proposed amendment by writing to the Board of Selectmen, Town Office Building, 1625 Massachusetts Avenue, Lexington, MA 02420, no later than June 2, 2006.