

**Yankee Cable Partners, LLC  
650 College Road East, Suite 3100  
Princeton, NJ 08540**

**Radiate Holdings, L.P.  
c/o TPG Capital, L.P.  
301 Commerce Street, Suite 3300  
Fort Worth, TX 76102**

September 7, 2016

Ike Leggett, County Executive  
Executive Office Building, 2nd Floor  
101 Monroe Street  
Rockville, MD 20850

*Maple Hill*  
RECEIVED SEP 14 2016

Dear Mr. Leggett:

As you may have heard, an affiliate of TPG Capital, the global private equity fund of leading alternative asset firm TPG, has entered into an agreement to acquire RCN Telecom Services, LLC ("RCN") from certain subsidiaries of ABRY Partners. RCN currently holds a franchise to offer service in your community. Both companies believe that the transaction offers tremendous prospects for continued enhancements to the system and services available to cable customers in Montgomery County.

When the transaction under the agreement is consummated, the indirect control of your community's franchisee will have changed. Your community's franchise will continue to be held by the same legal entity that holds your franchise today, it will continue to provide service pursuant to that franchise, and the same company that manages the system today will continue to do so. However, it will do so under the ownership and indirect control of TPG affiliate Radiate Holdings, L.P. ("Radiate").

As part of this transaction, Radiate has no current plans to change the local operations or structure of the cable operations, or the services offered. Upon completion, Radiate will combine its resources and expertise with RCN's knowledge of the local cable marketplace to build upon the successes of RCN and further enhance the customer experience in your community.

In accordance with the terms of your franchise, we have enclosed for your review the required number of copies of the FCC Form 394. The Form 394 is designed to provide you with the information necessary to assess the financial, legal, and technical qualifications of Radiate with regard to the franchise. As part of this filing, you are receiving a copy of the agreement, and financial, legal and technical information about Radiate, as well as all other required information. Certain of this information, as designated therein, is confidential and not routinely made available to the public, and its dissemination would be harmful to Radiate's business interests. Pursuant to FCC

September 7, 2016

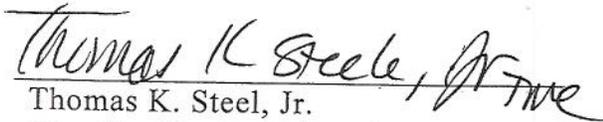
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Form 394, these materials must be maintained as confidential by you and any or all of your agents. Also enclosed is a copy of the Public Interest Statement that was attached to our filing with the FCC for approval of this transaction.

Under the FCC rules, you have 120 days from the date you receive this information to consider the application. No action on your part is required; should you choose not to take any action within this 120 day period, under federal law the application will be deemed granted. In the event that you choose to act upon the application, we have enclosed for your convenience a draft resolution for your use. Please let us know if you place the matter on your agenda for consideration.

We look forward to working with you. If you have any questions, please call Thomas K. Steel at 617-670-2906 or Seth A. Davidson at 202-434-7447.

Sincerely,



Thomas K. Steel, Jr.  
Vice President and Regulatory  
Counsel  
RCN Telecom Services, LLC



Seth A. Davidson  
Mintz, Levin, Cohn, Ferris, Glovsky  
and Popeo, P.C.  
Counsel to Radiate Holdings, L.P.

Enclosures

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CC:

Phil Roter, Cable and Broadband Administrator