

EXHIBIT 1



NextG Networks

EMPOWERING NEXT GENERATION
WIRELESS NETWORKS

Headquarters: 2216 O'Toole Avenue, San Jose, CA 95131 • Telephone 408.954.1580 • Fax 408.383.5397

Boston Office: 97 York Ave. • Randolph, MA 02368 • Telephone 781.961.9700 • Fax 781.961.8700

April 4, 2008

Ms. Margot Jones
Engineering Manager
c/o Kenneth Bates
RCN
173 Bedford Street
Lexington, MA 02420

Dear Margot,

We have evaluated the Brookline, Brighton and Somerville overlays that you provided and we have identified 9669 linear feet of RCN partial duct that we would like to rent, if available.

Highlighted plans and detailed summary sheets for Brookline, Brighton and Somerville are enclosed.

I would appreciate it if you could review these drawings and get back to me with some dates and times you are available to meet.

We would like to meet as soon as practicable to define the locations that RCN could make available to NextG Networks, Inc.

Thank you in advance for your assistance.

Best regards,

Ralph J. Canina, Jr.
Market Director – Boston
NextG Networks, Inc.

RJC/mar

Encl.

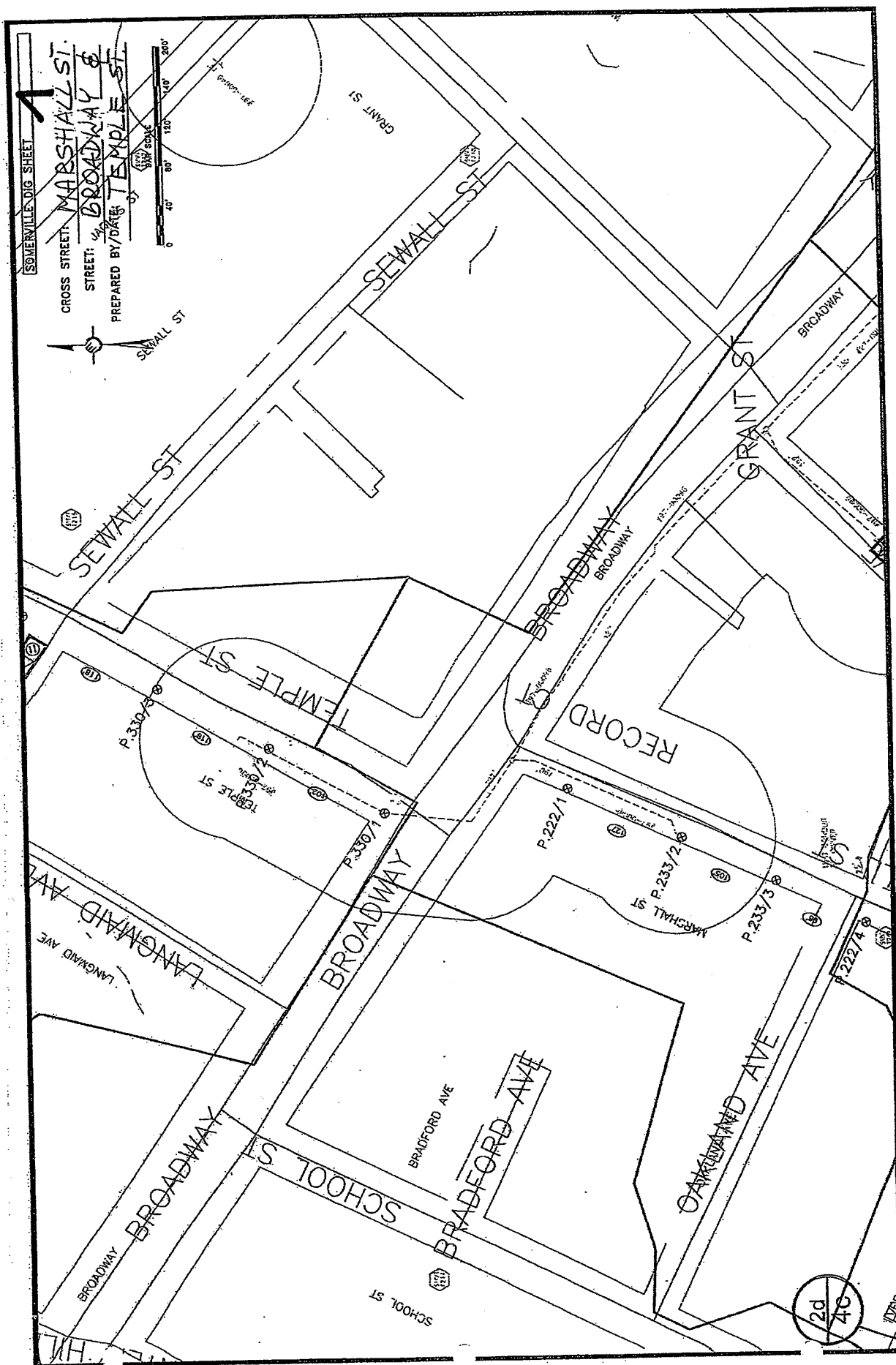
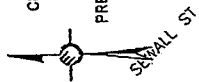
Cc: Todd Schultz
Mike Abrams
Tony Adams
File

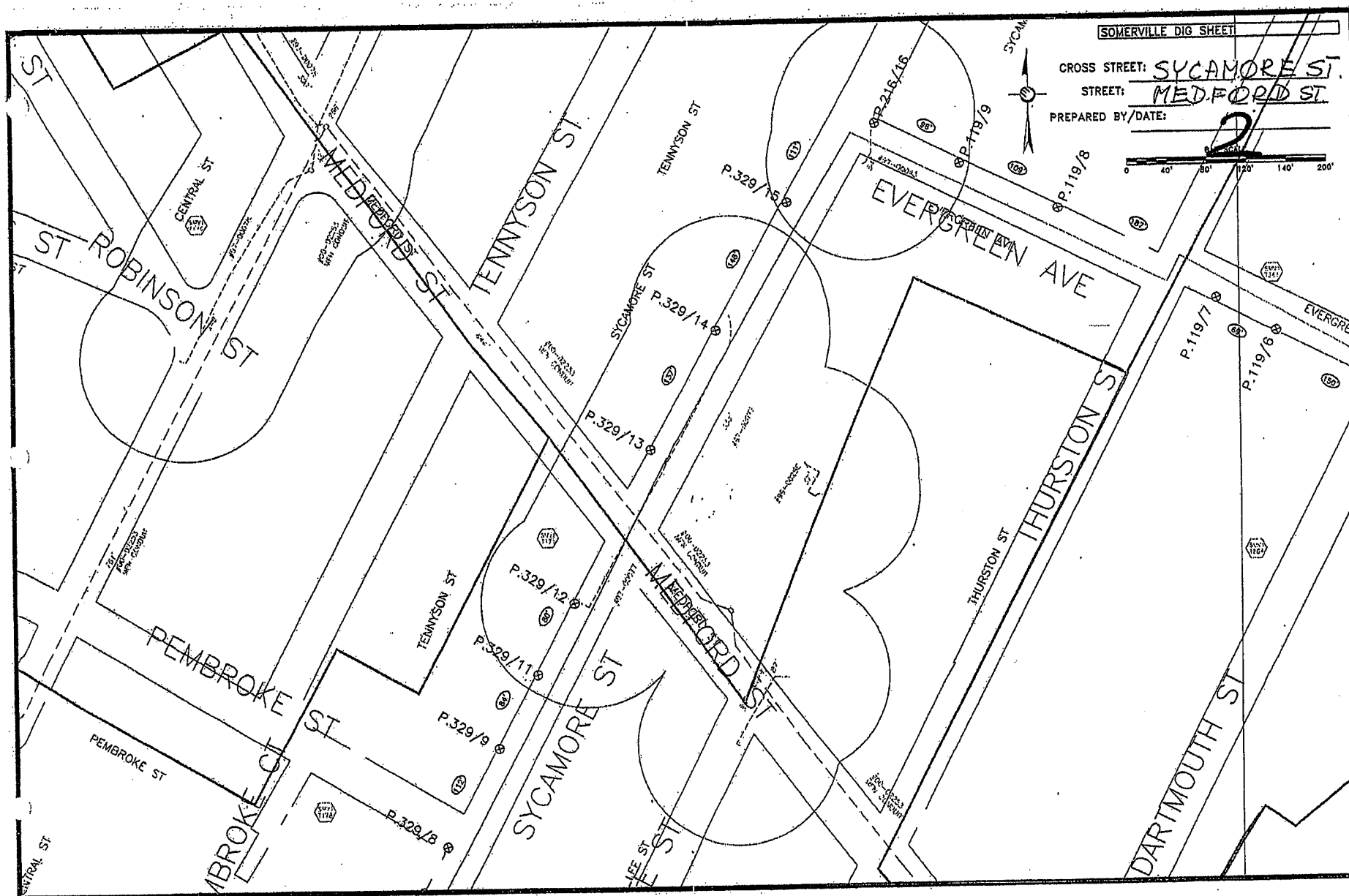
Municipality	RCN Project #	Navig Sheet Number	Street Name	Start Point	End Point	Footage	Riser Req. Y/N	If Yes specify Riser Pole #	# of Manholes	Breakout Req. Y/N	If Yes to Breakout, specify MH Location
Brookline	99-00868	Brookline Dig Sheet # 2 5	Babcock St, Dwight St, Devotion St.	pole 48/1	Dwight Street, pole 54/6	338	y	pole 48/1 and pole 54/6	2	n	If VZ conduit available, a connection may exist, or a breakout required.
Brookline	99-00172, 99- 00191, 99- 00167,	Brookline Dig Sheet # 3 19	Dwight St, Pleasant St, Browne St.	pole 2	pole 23	996	y	pole 2 and pole 23	6	n	n/a
Brookline	99-00783	Brookline Dig Sheet # 1 21	Washington St, Park St	RCN mh	pole 116/1 and RCN mh	617	y	pole 116/1	5	y	Two Breakout MHs: One at Weybridge Rd and one at Griggs Rd.
Brookline	99-00186	Brookline Dig Sheet # 8 12	Aspinwall Ave at Harvard St	pole 63	RCN mh	132	y	pole 63	1	y	One Breakout on Aspinwall Avenue
Brookline	99-00811	Brookline Dig Sheet # 9 2	Beech St, Kent St	pole 35	RCN mh	398	y	pole 35	2	y	One breakout on Beech St
Brookline	99-00284	Brookline Dig Sheet #15 ✓	Clinton Road, Buckminster Road	pole 19/8	RCN mh	573	y	pole 19/8	4	y	One Breakout on Clinton St.
Brookline	99-00118	Brookline Dig Sheet # 14 6	Chestnut Hill Avenue, Dean Rd	pole 19	RCN mh	119	y	Pole 19	1	y	One Breakout on Chestnut Hill Avenue
Brookline	99-00180, 00- 00809	Brookline Dig Sheet # 18 17	Chestnut Hill Avenue, Channing Road	pole 3	RCN mh	693	y	pole 3	6	y	Two Breakout MHs: One at Chestnut Hill Ave and one at Channing Rd.
Brookline	99-00126,	Brookline Dig Sheet # 21 19	Fairway Rd, Circuit Rd, Crafts Rd	pole 5	RCN mh	1605	y	pole 5	12	y	One Breakout on Fairway Road, at Valley Road
Brookline	99-00866	Brookline Dig Sheet #22 ✓	Jefferson Rd, Boylston St	pole #NT	RCN mh	254	y	pole NT	2	y	One Breakout HH on Jefferson Rd
Brookline	99-00908, 99- 00376	Brookline Dig Sheet # 25 24	Hammond St, Woodland Rd	pole 169/22	pole 169/20 and pole 66	742	y	pole 169/22, 169/20 and pole 66	3	y	One Breakout HH on Hammond Street
Total						6467					
Somerville	97-00096	Somerville Dig Sheet # 1	Marshall St., Broadway, Temple St.	pole # 233/2.	pole # 330/2	512	y	pole # 233/2 & pole #330/2	1	n	n/a
Somerville	97-00077	Somerville Dig Sheet # 2	Sycamore St. & Medford St.	pole # 329/12	pole # 329/14.	333	y	pole #329/12 & pole #329/14	0	n	n/a
Somerville	97-00074	Somerville Dig Sheet # 3	Bonair St., Cross St., Brook St.	pole # 34/3	pole # 47/7	554	y	pole # 34/3 & pole # 47/7	2	n	n/a

Municipality	RCN Project #	Next 9 Sheet Number	Sheet #	Start Point	End Point	Footage	Reg. (LN)	Illeg. Spec. Riser Pole #	# of Manholes	Breakout Reg. (LN)	If Yes to Breakout, specify MH location
Somerville	97-00074 & 97-00065	Somerville Dig Sheet #4	Cross St., Pearl St., Glen St.	RCN MH on Cross St. & P#219/9 on Glen St.	958	Y	pole # 219/12 & pole # 219/9	3	Y	one breakout on Pearl St.	
Somerville	97-00088	Somerville Dig Sheet #5	Craigie St., Somerville Svc. Ave.	RCN MH on Somerville Ave.	130	Y	pole # 82/1	1	Y	one breakout on Somerville Ave.	
Somerville	97-00053	Somerville Dig Sheet #6	Washington St & Medford St.	pole # 358/28	374	Y	pole # 358/28 & pole # 459/8	0	n	n/a	
Total					2861						
Brighton	99-00386	Brighton Dig Sheet # 5	Corey Rd. & Washington St.	pole # 1925/9	170	Y	pole # 1925/9	1	Y	one breakout on Washington St.	
Brighton	99-00335	Brighton Dig Sheet # 6	Evans Rd. & Corey Rd.	pole # 00/0	171	Y	pole # 00/0	1	Y	one breakout on Corey Rd.	
Total					341						

SOVERVILLE DIG SHEET

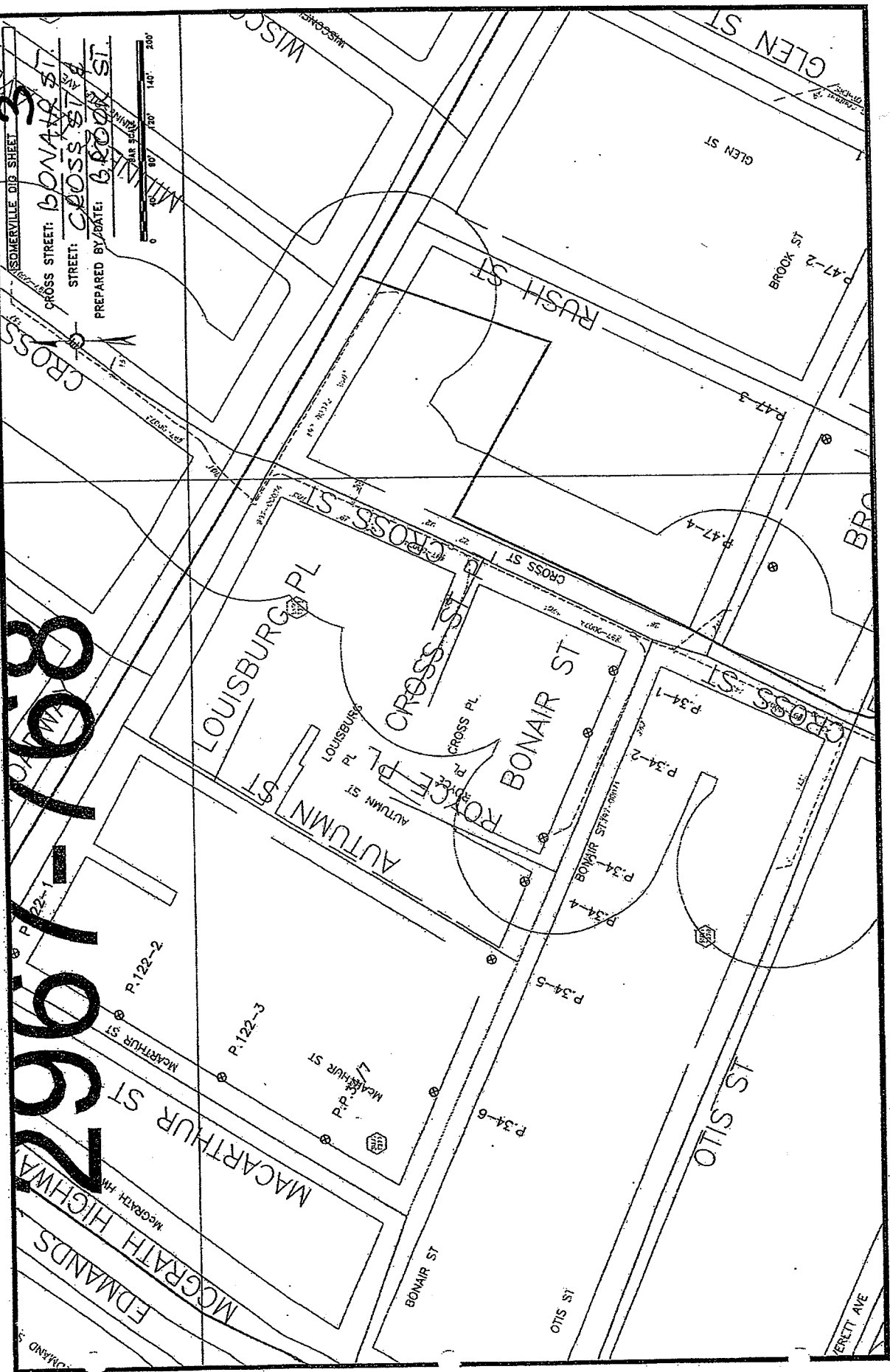
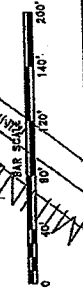
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STREET: 1/2 BROADWAY &
PREPARED BY/DATE: TEMPLE ST.

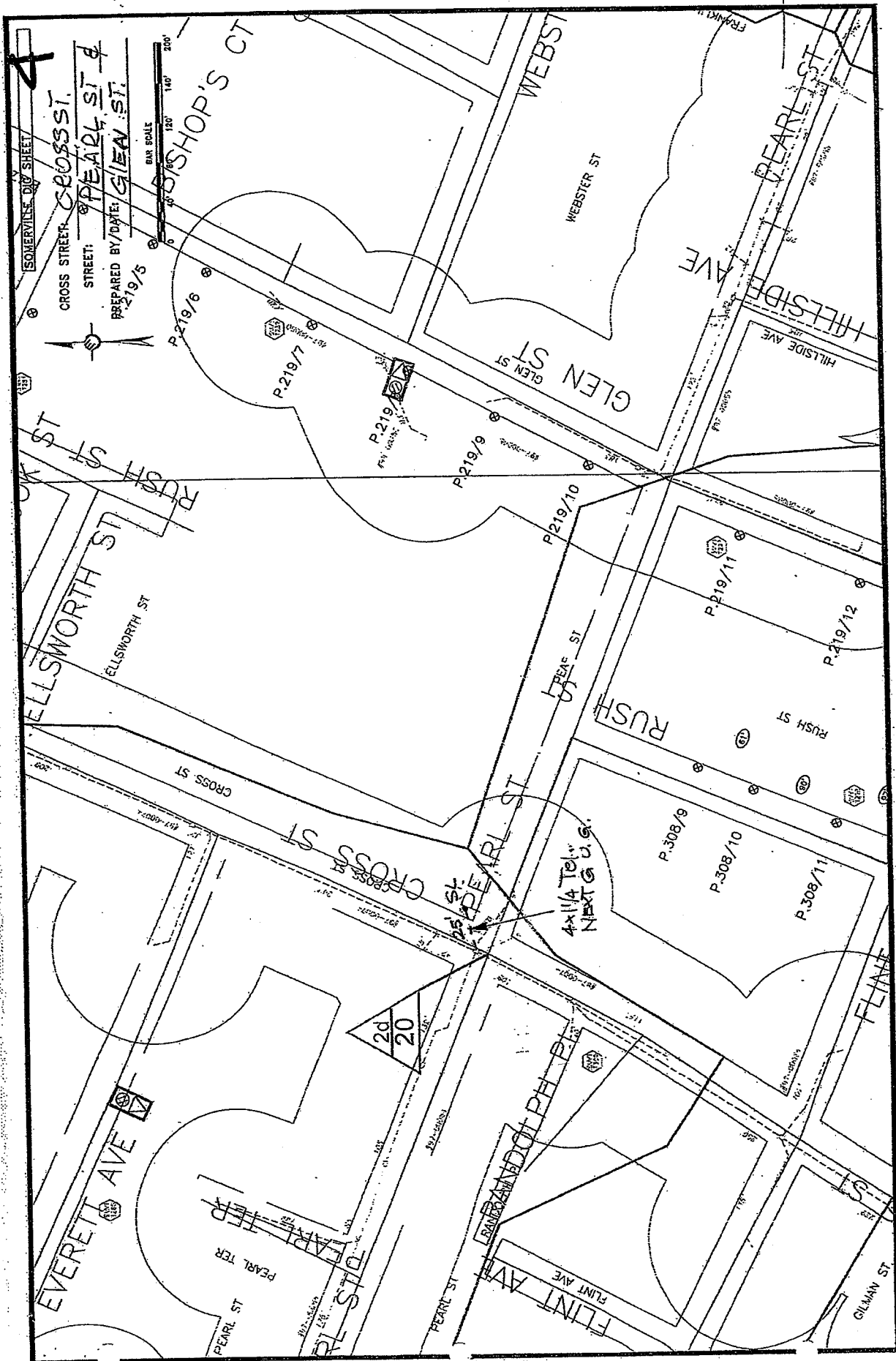


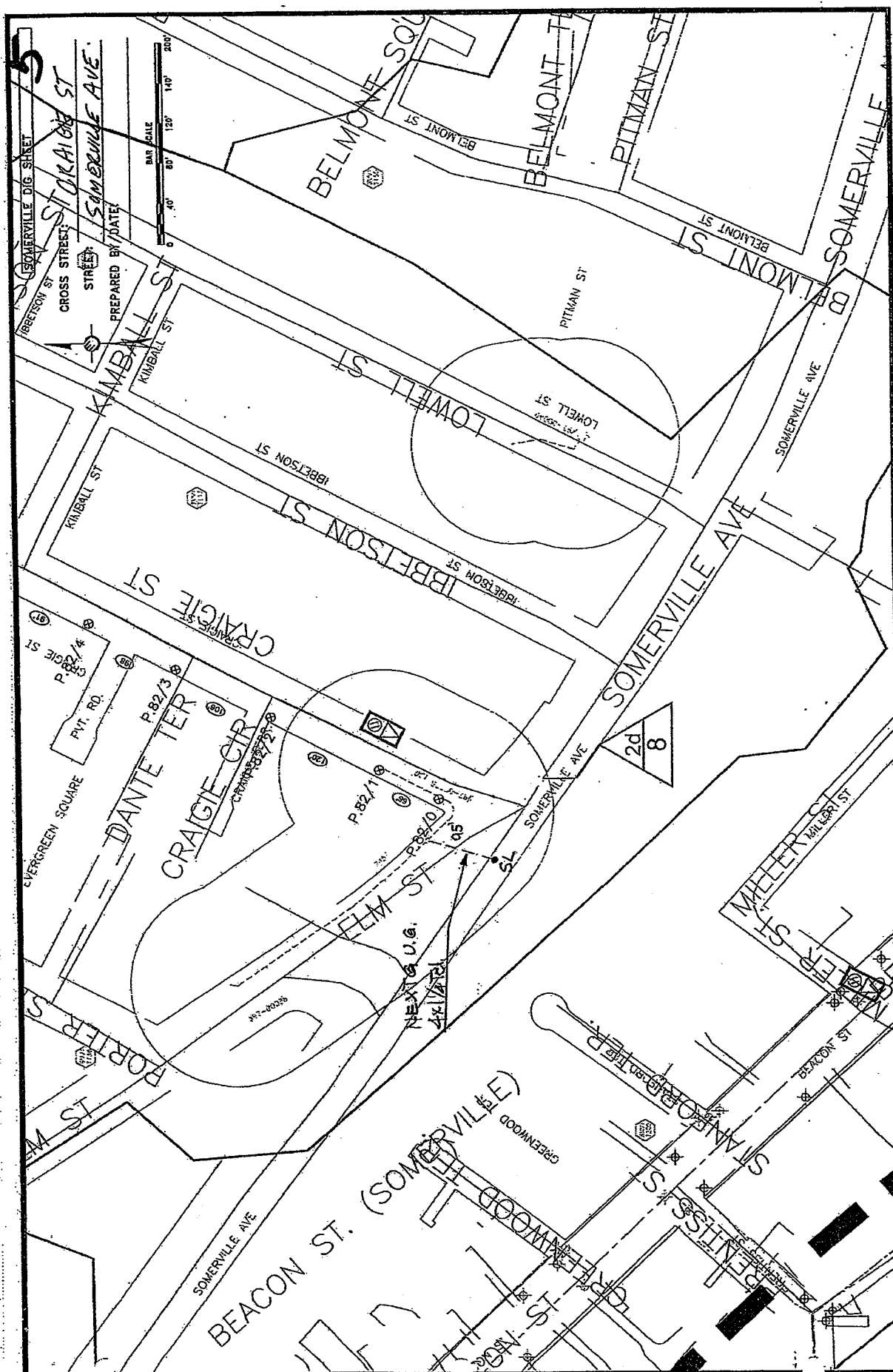


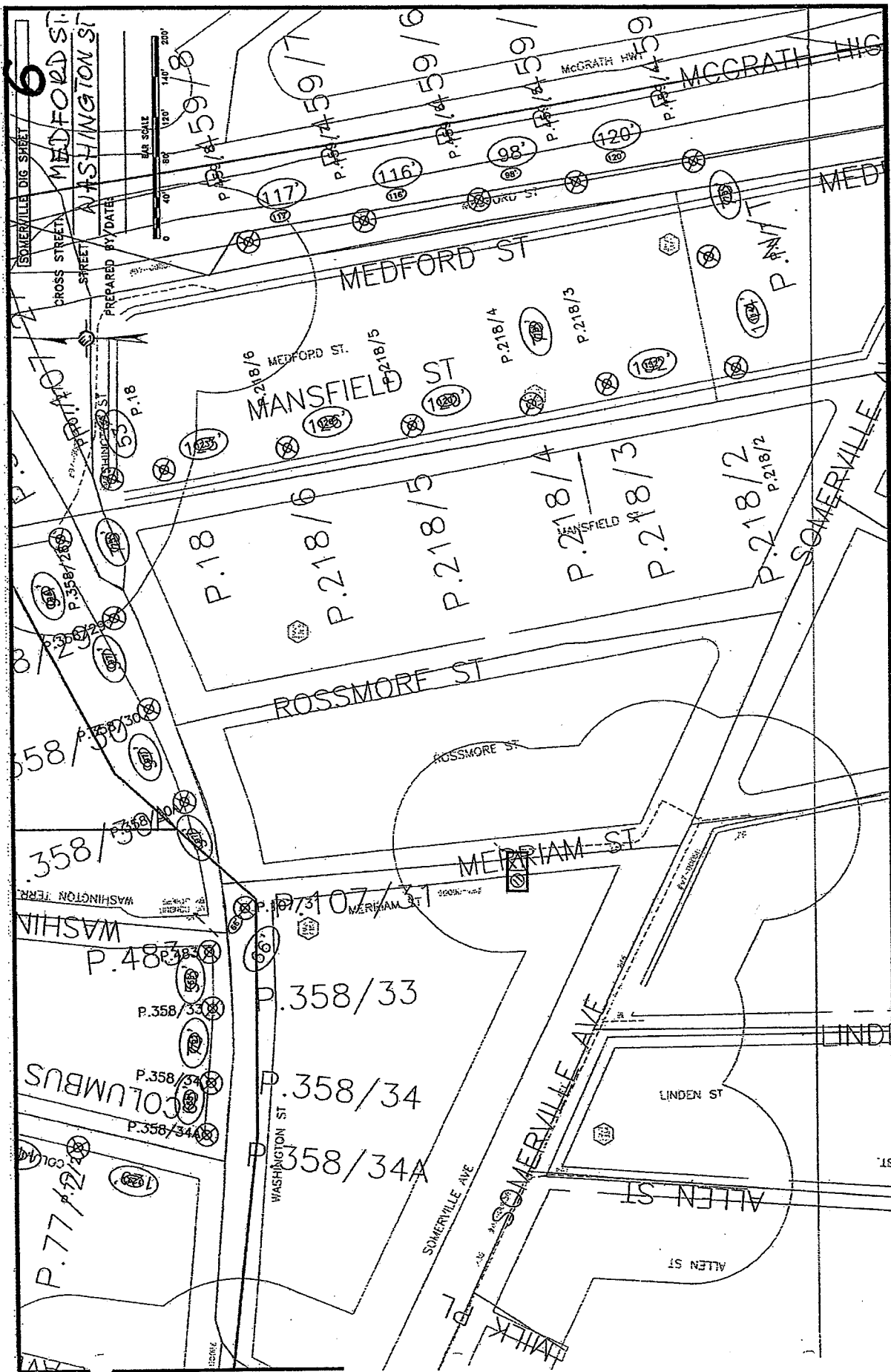
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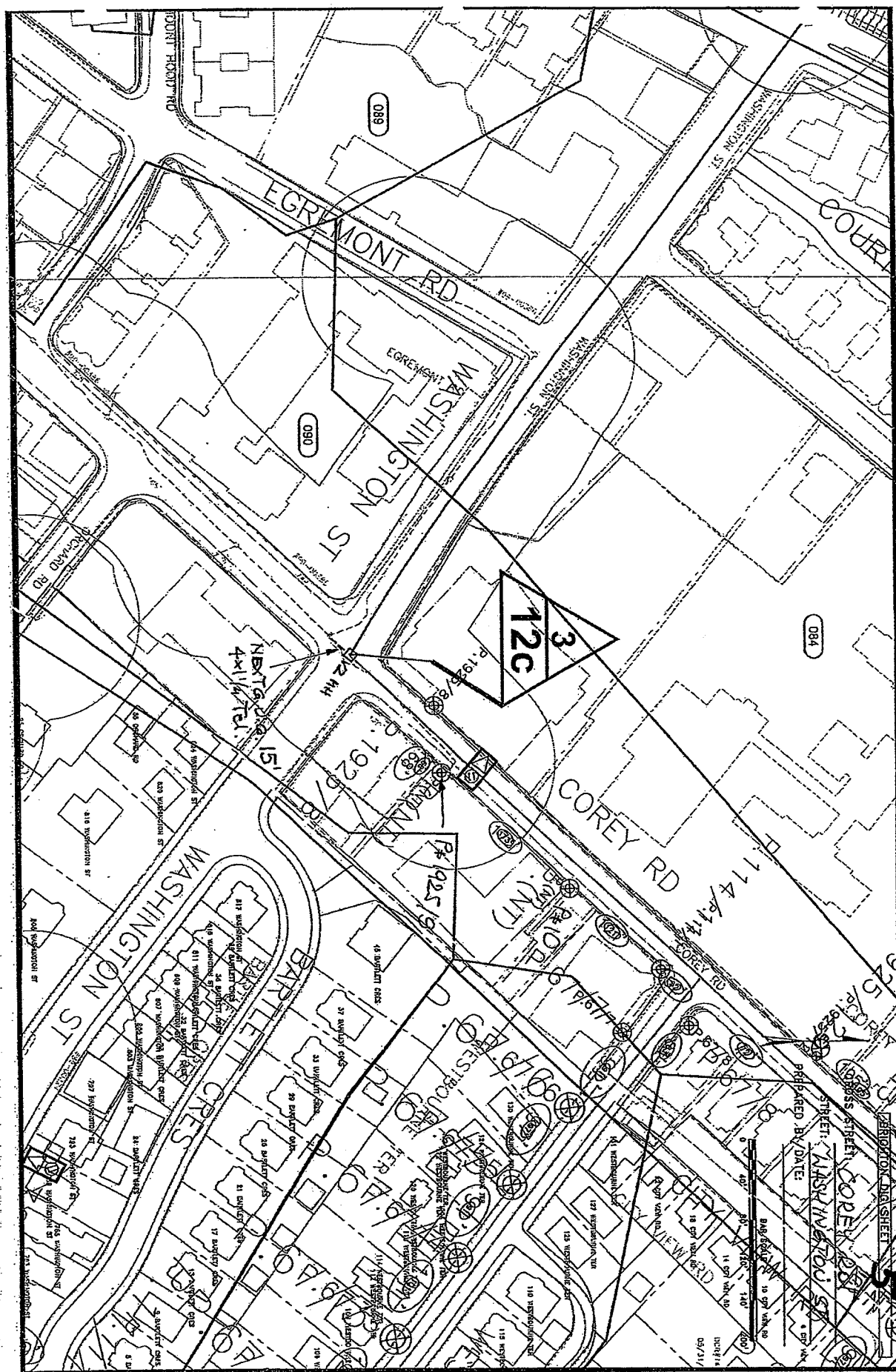
SOMERVILLE DIG SHEET
CROSS STREET: BONAIR ST.
STREET: CROSS ST.
PREPARED BY DATE: G. DODD ST.

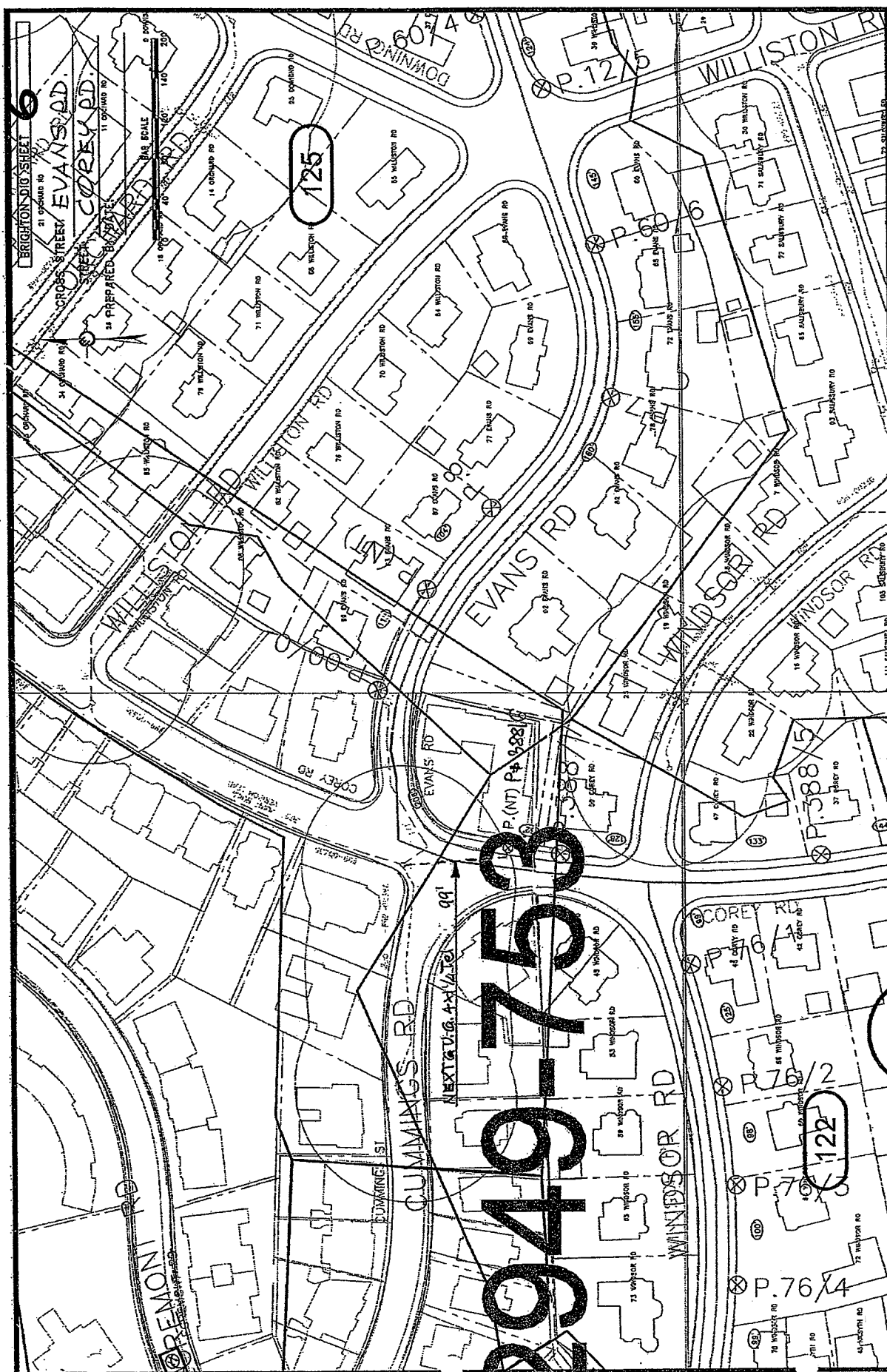


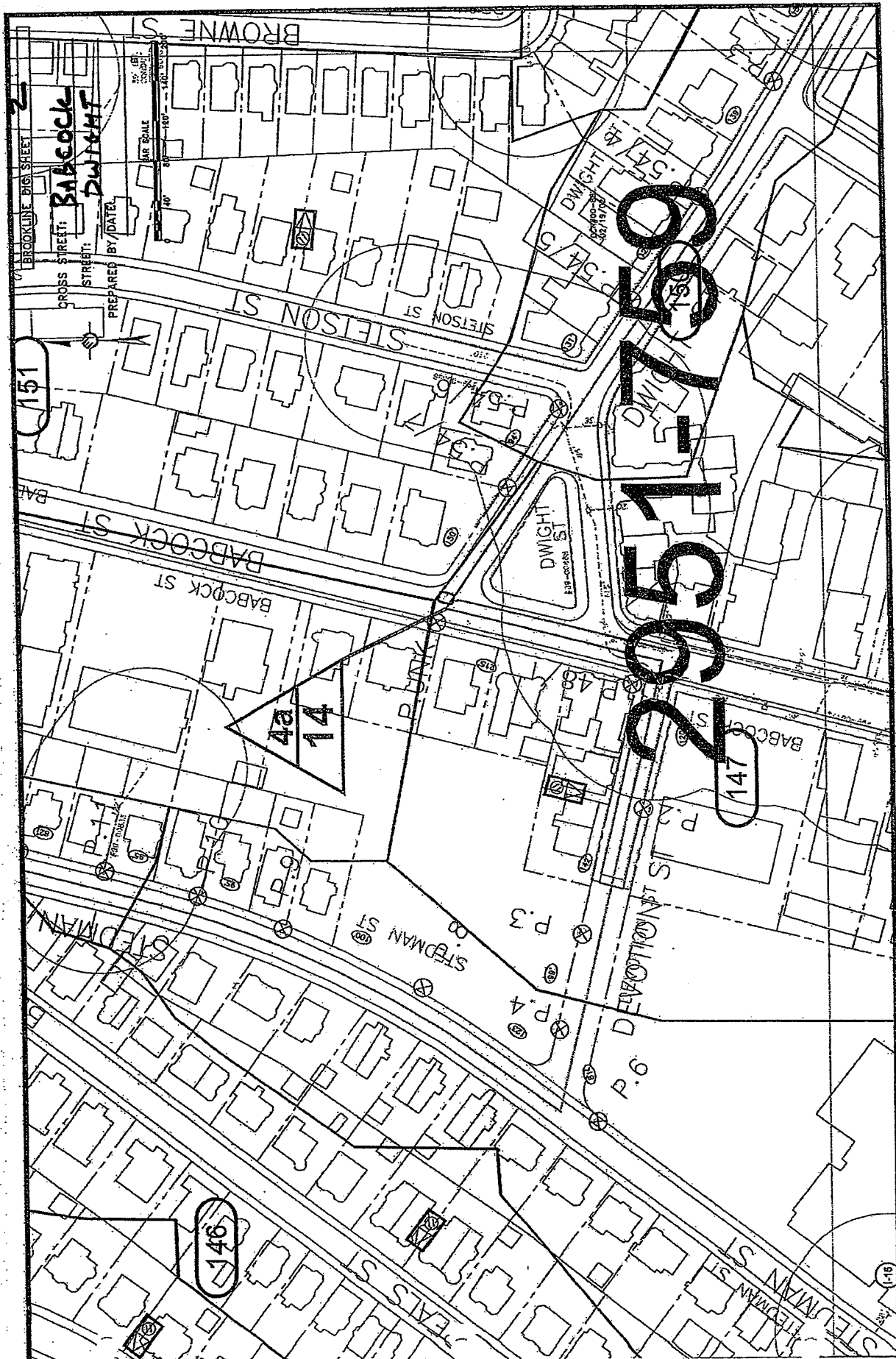


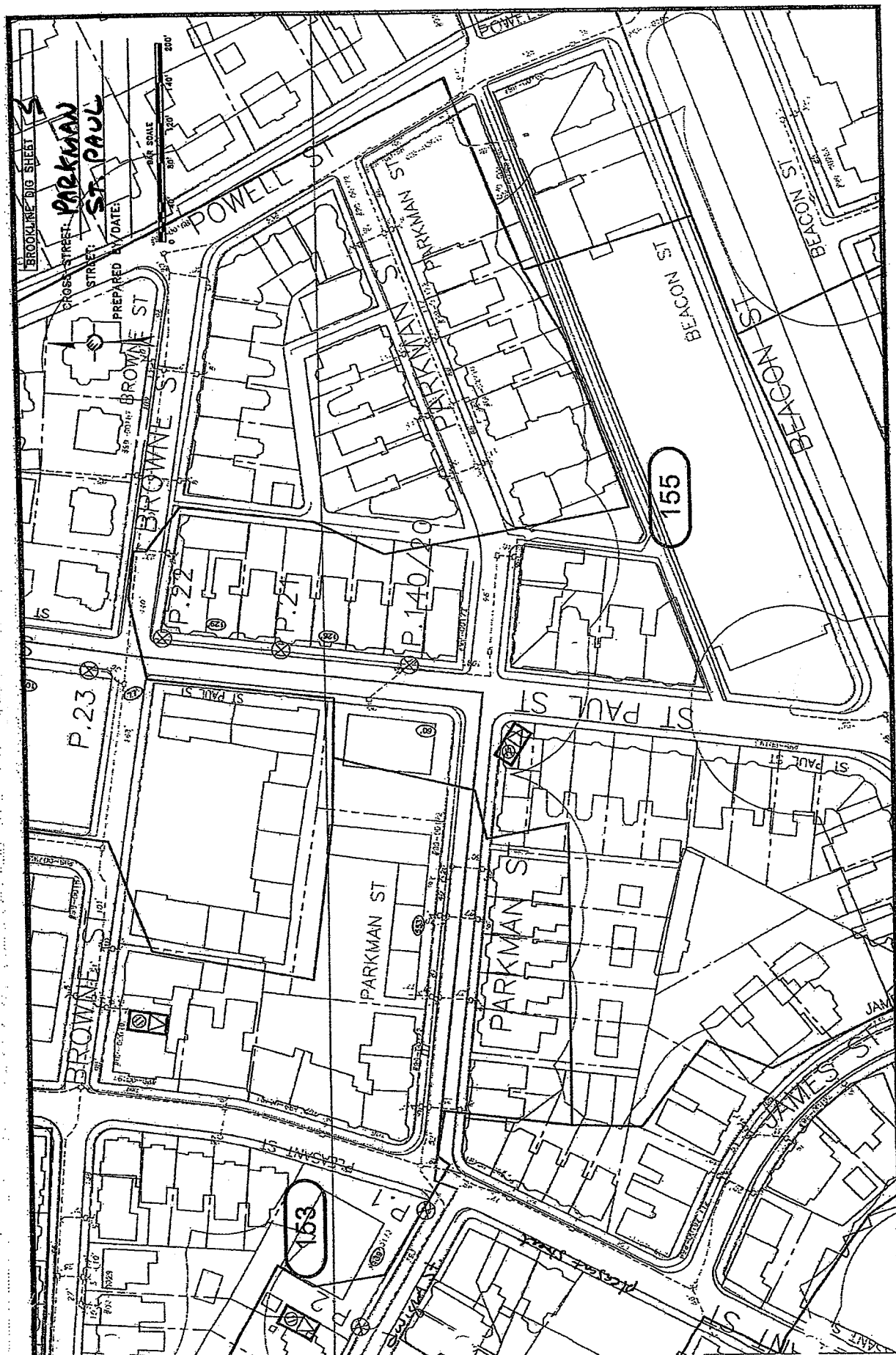


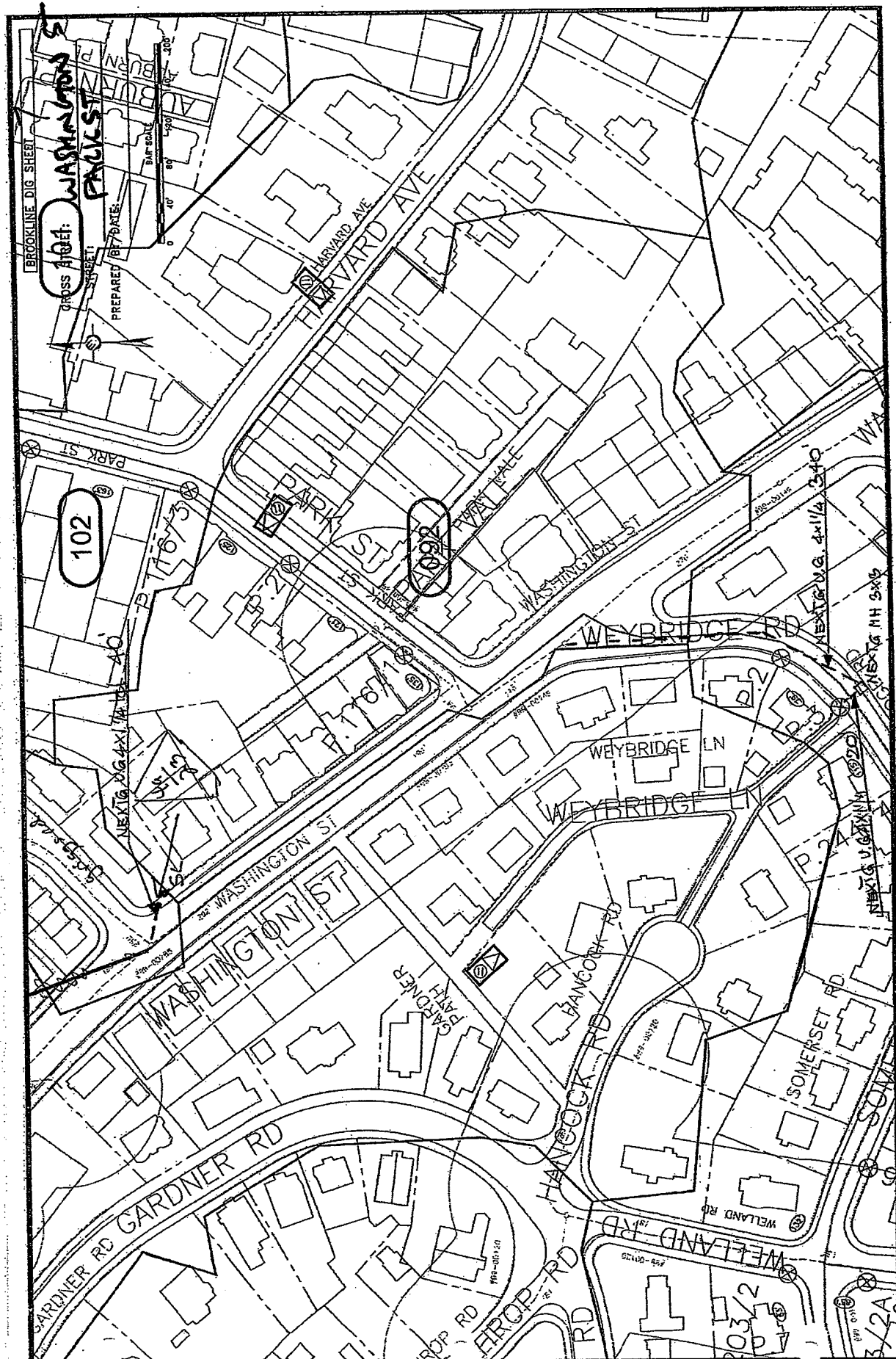


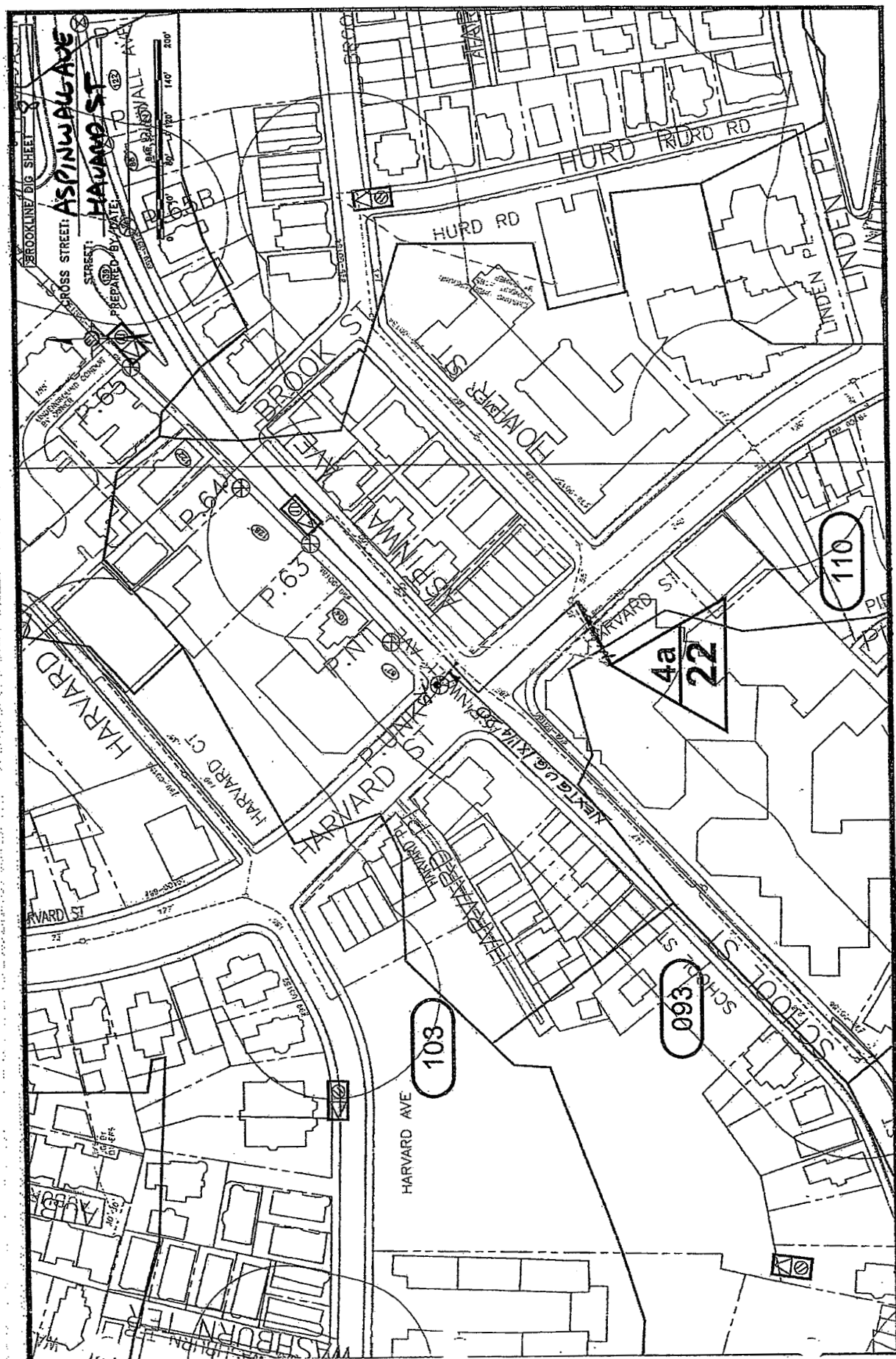


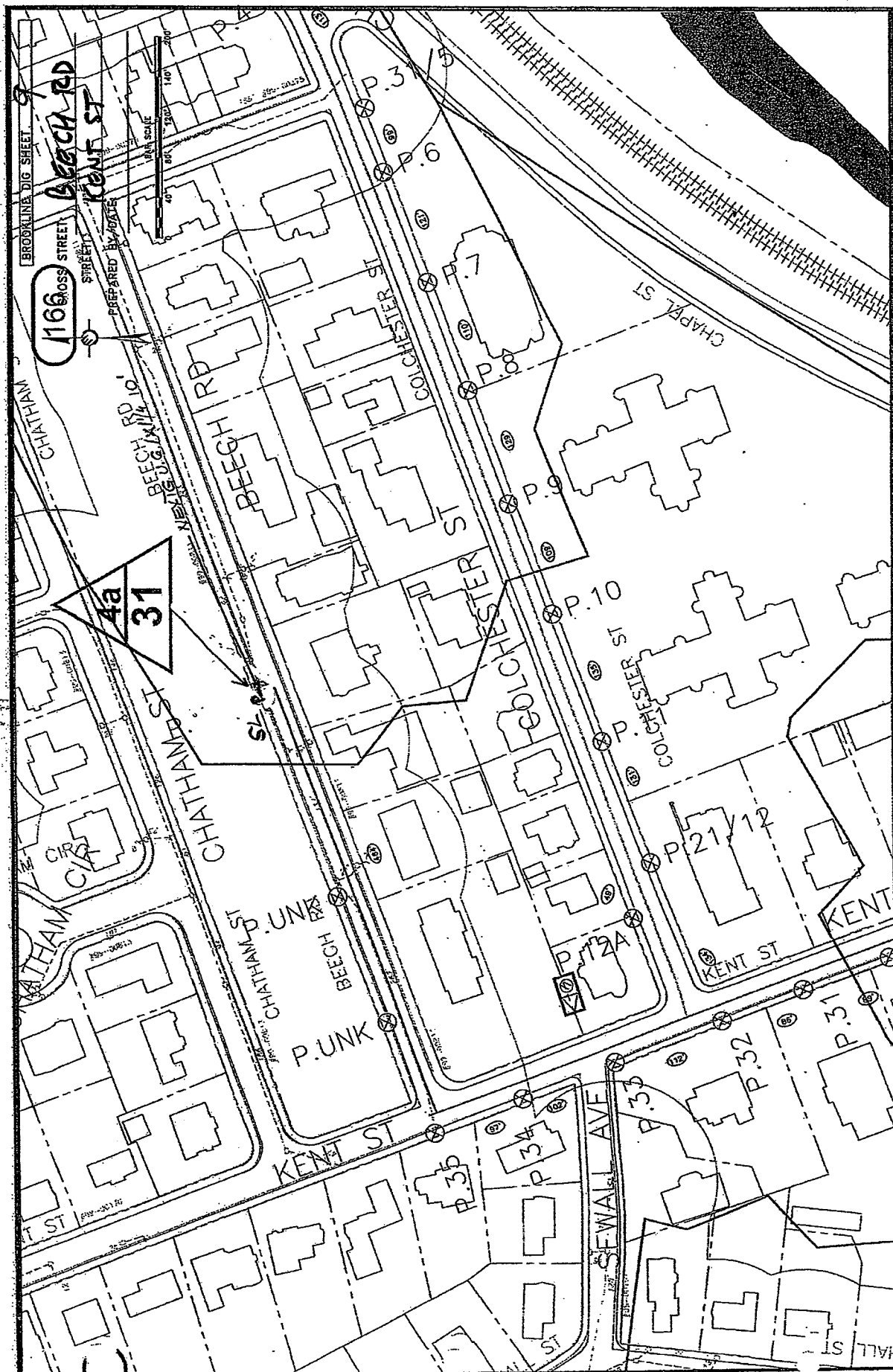


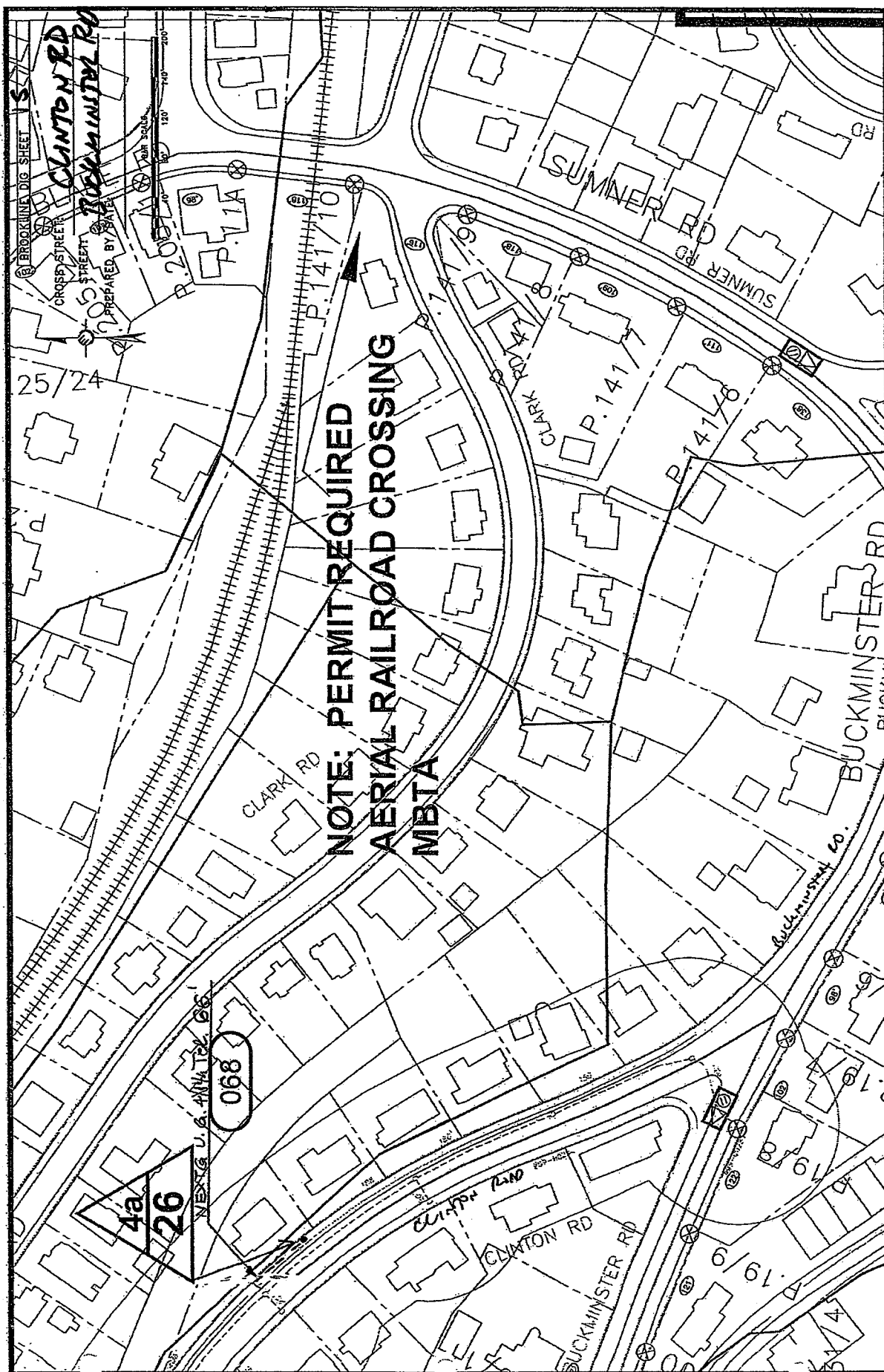


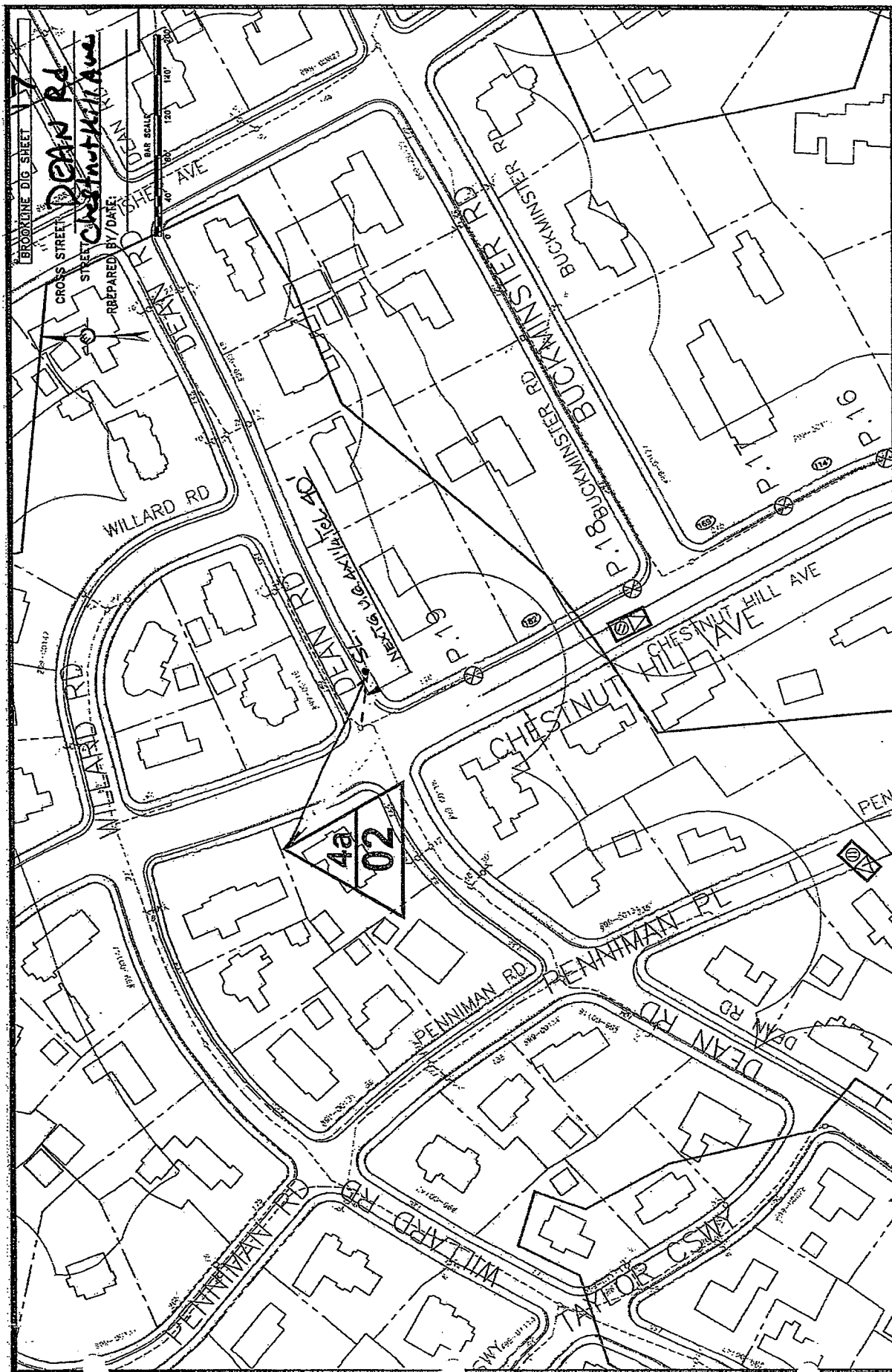


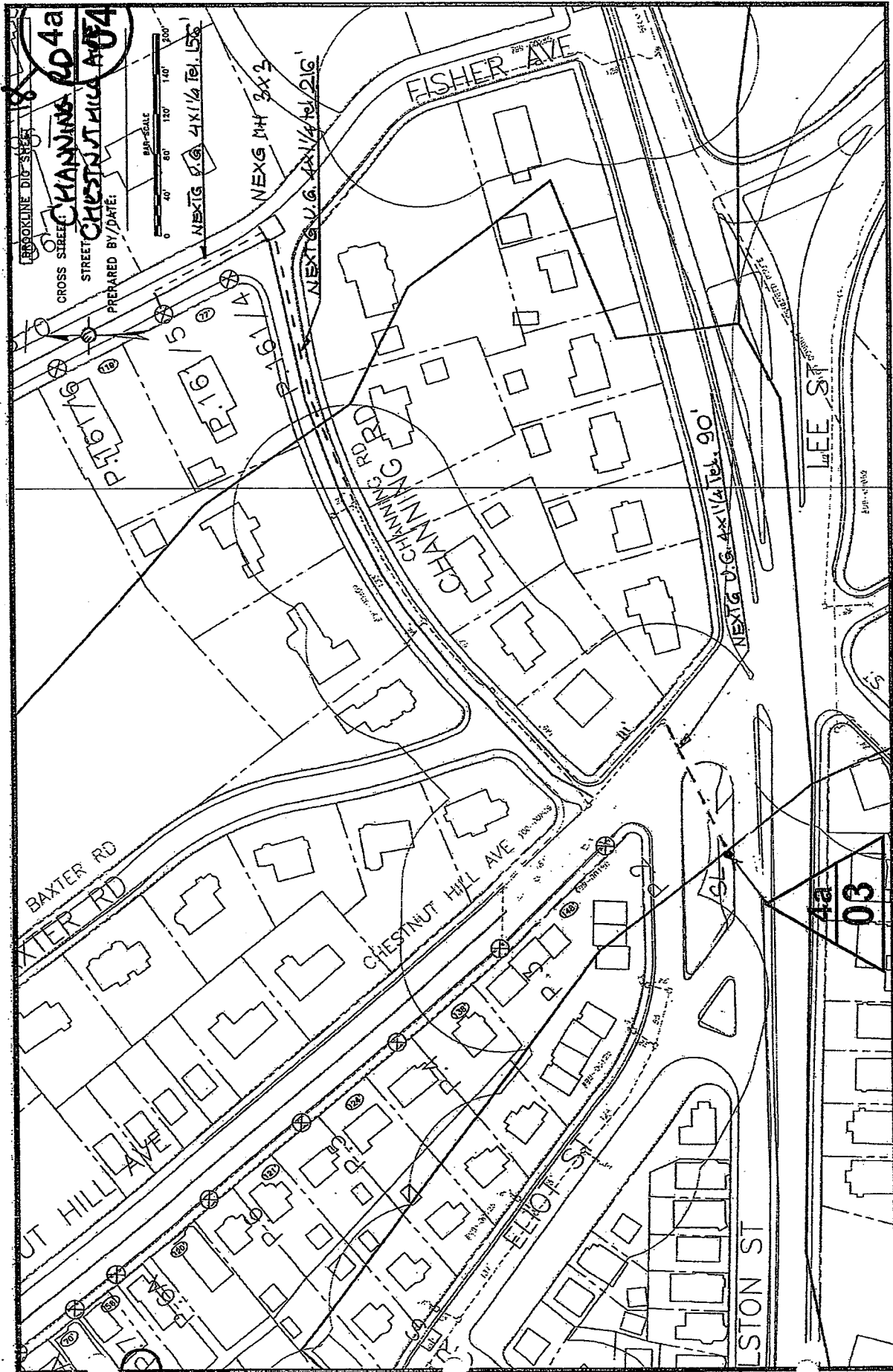


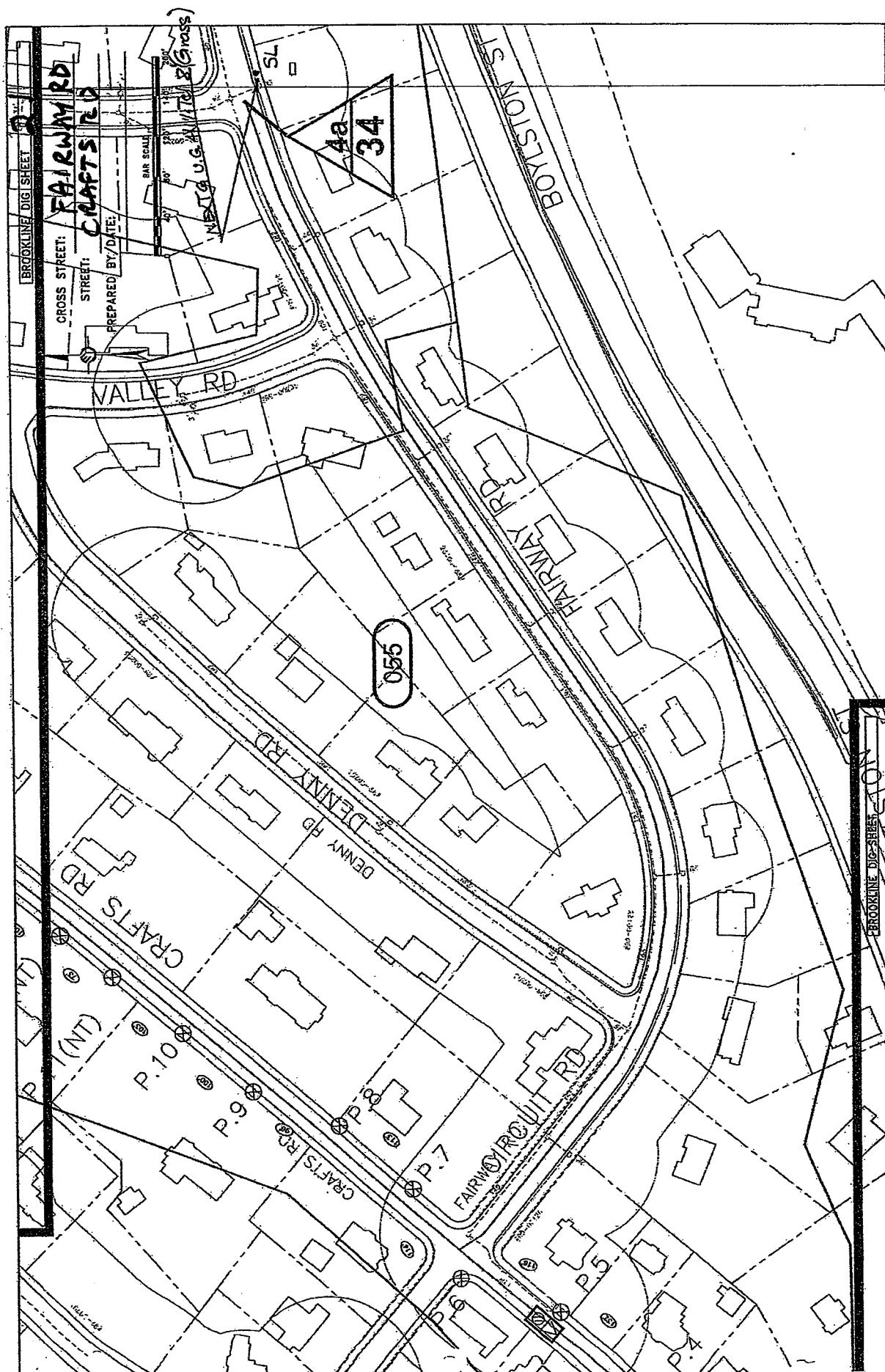












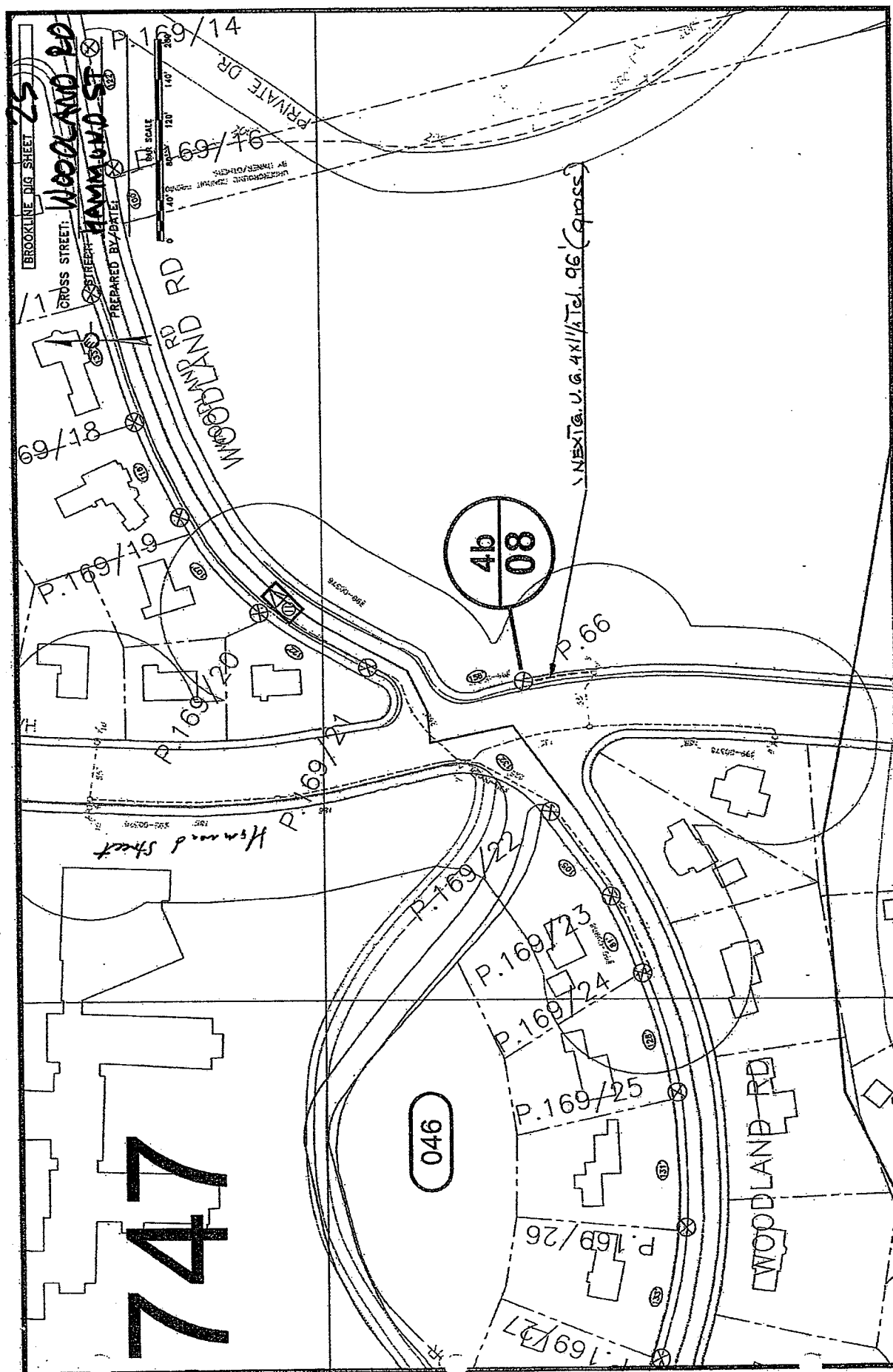


EXHIBIT 2

Ralph Canina Jr.

From: Peter Jablonsky [Peter.Jablonsky@rcn.net]
Sent: Thursday, April 17, 2008 12:33 PM
To: Ralph Canina Jr.
Cc: David Taber
Subject: Boston market

Upon presenting this scenario to senior leadership I was informed of conflicting interests within the company that will prevent us from pursuing this any further at this point in time. Feel free to call me to discuss.

Best Regards,

Peter Jablonsky
RCN Corporation - Boston
Director of Operations
956 Massachusetts Avenue
Arlington, MA 02476

(617) 212-0056 Cell

EXHIBIT 3

From: Robert Delsman [rdelsman@nextgnetworks.net]
Sent: Wednesday, July 16, 2008 10:15 AM
To: rick.swiderski@rcn.net
Cc: Peter Heimdahl; Norine Luker; Mike Abrams
Subject: NextG Request for RCN Duct Access in Massachusetts
Follow Up Flag: Follow up
Due By: Friday, July 18, 2008 12:00 PM
Flag Status: Completed
Attachments: 220 CMR 45.pdf; Canina-Jones RCN Access Rqst Ltr-040408.pdf; RCN email regarding conduit rental-041708.pdf

Rick,

Thanks for discussing NextG's request for access to RCN duct in the Commonwealth of Massachusetts a moment ago. To facilitate your discussion with your regulatory personnel, I am attaching a copy of 220 CMR 45.00 that we discussed. NextG submitted a detailed request for access in multiple locations under cover dated April 4, 2008, addressed to Margot Jones, Engineering Manager, in Lexington. On April 17, 2008, Peter Jablonsky responded to Ralph Carina in a e-mail stating that "conflicting interests" would prevent RCN from discussing duct access with NextG (attached). Mr. Jablonsky explained to me in a telephone conversation yesterday the RCN was pursuing an exclusive nationwide duct access agreement with a third party that RCN viewed as preventing its allowing duct access to NextG. NextG does not believe any such agreement or reason is legitimate under the clear rule of 220 CMR 45.03(1). I look forward to discussing this matter further with your regulatory designee and to receiving from RCN a detailed response to NextG's access request of April 4, 2008.

Please give me a call at (510) 845-9681 if you have any questions.

Robert

Robert L. Delsman / NextG Networks, Inc.
VP, Government Relations & Regulatory Affairs
(510) 845-9681 (O)
(510) 845-7135 (F)
rdelsman@nextgnetworks.net

EXHIBIT 4

From: Paul Eskildsen <Paul.Eskildsen@rcn.net>

Date: July 30, 2008 8:22:04 AM PDT

To: rdelsman@nextgnetworks.net

Cc: Tom Steel <Tom.Steel@rcn.net>, Rick Swiderski <Rick.Swiderski@rcn.net>, Peter Jablonsky <Peter.Jablonsky@rcn.net>

Subject: NextG Request for RCN Duct Access in Massachusetts

Dear Mr. Delsman:

Your email message to RCN's Rick Swiderski has been forwarded to me for review and reply.

Please be advised that RCN's regulatory and legal advisors have reviewed your message and the accompanying regulatory material. We do not read the regulations to sweep as broadly as your firm does, and do not believe you have accurately described their application in this context. RCN believes your equal access claim is more properly addressed to the utilities that own the conduit and poles that we lease, and not RCN.

Importantly, however, we are always eager to explore promising opportunities with potential customers. We would be happy to satisfy any equal access and non-discriminatory obligation we might have by selling RCN's available lit service offerings to NextG over our fiber at competitive, non-discriminatory rates, provided of course that we have available capacity in the areas of interest.

If you have any further questions, Tom Steel (RCN's regulatory counsel) and I are available to discuss this matter at a mutually convenient time.

Regards,

Paul Eskildsen
Vice President and General Counsel
RCN Metro Optical Networks
196 Van Buren Street
Herndon, Virginia 20170
(office) (703) 434-8316

----- Forwarded by Rick Swiderski/RCN on 07/17/2008 10:43 AM -----

"Robert Delsman" <rdelsman@nextgnetworks.net>

To <rick.swiderski@rcn.net>

07/16/2008 10:15 AM

cc "Peter Heimdahl" <pheimdahl@nextgnetworks.net>, "Norine Luker"

<nluker@nextgnetworks.net>, "Mike Abrams" <mabrams@nextgnetworks.net>

Subject NextG Request for RCN Duct Access in Massachusetts

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Please give me a call at (510) 845-9681 if you have any questions.

Robert

Robert L. Delsman / NextG Networks, Inc.

VP, Government Relations & Regulatory Affairs

(510) 845-9681 (O)

(510) 845-7135 (F)

rdelsman@nextgnetworks.net

EXHIBIT 5

From: Robert Delsman [rdelsman@nextgnetworks.net]
Sent: Wednesday, August 13, 2008 8:58 PM
To: Paul Eskildsen
Cc: Tom Steel; Rick Swiderski; Peter Jablonsky; Thompson, Scott
Subject: RE: NextG Request for RCN Duct Access in Massachusetts
Attachments: Canina-Jones RCN Access Rqst-040408.pdf; RCN email regarding conduit rental-041708.pdf; NextG Request for RCN Duct Access in Massachusetts

Dear Mr. Eskildsen,

As requested in our teleconference last week, attached please find the detailed conduit access applications that NextG has submitted to RCN in the Boston market on April 4, 2008. According to Mr. Jablonsky in the attached email of April 17, 2008, RCN summarily denied NextG's applications because of "conflicting interests within the company." As we discussed in our conference call and as stated in my prior email to Mr. Swiderski, NextG believes such a response is inconsistent with RCN's obligations under applicable federal and state laws and regulations to make conduit owned or controlled by RCN available for collocation by other carriers. In addition, NextG is investigating whether (as we believe) RCN's individual municipal franchise agreements may not also obligate RCN to permit collocation in its conduits and ducts (*see, e.g.,* the undergrounding policy of the Town of Brookline attached as an exhibit to RCN's franchise agreement).

NextG requests your further review of and response to its access applications within ten (10) days of the date of this email. Because of the exigencies of NextG's Boston market build, time is of the essence. Unfortunately RCN's denials did not come to my attention until July 16, 2008, when I first contacted Messrs. Jablonsky and Swiderski (email attached). NextG hereby renews its offer to approach the DTC jointly in a cooperative effort to seek regulatory interpretation of RCN's access obligations. In the absence of any acceptable agreement with RCN reached on or before August 22, 2008, NextG intends to initiate a complaint proceeding before the DTC to adjudicate the matter.

Please give me a call at (510) 845-9681 if you have any questions.

Robert

Robert L. Delsman / NextG Networks, Inc.
VP, Government Relations & Regulatory Affairs
(510) 845-9681 (O)
(510) 845-7135 (F)
rdelsman@nextgnetworks.net

From: Paul Eskildsen [mailto:Paul.Eskildsen@rcn.net]
Sent: Wednesday, July 30, 2008 8:22 AM
To: Robert Delsman
Cc: Tom Steel; Rick Swiderski; Peter Jablonsky
Subject: NextG Request for RCN Duct Access in Massachusetts

Dear Mr. Delsman:

Your email message to RCN's Rick Swiderski has been forwarded to me for review and reply.

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If you have any further questions, Tom Steel (RCN's regulatory counsel) and I are available to discuss this matter at a mutually convenient time.

Regards,

Paul Eskildsen
Vice President and General Counsel
RCN Metro Optical Networks
196 Van Buren Street
Herndon, Virginia 20170
(office) (703) 434-8316

—— Forwarded by Rick Swiderski/RCN on 07/17/2008 10:43 AM ——

"Robert Delsman" <rdelsman@nextgnetworks.net>

To <rick.swiderski@rcn.net>

07/16/2008 10:15 AM

cc "Peter Heimdahl" <pheimdahl@nextgnetworks.net>, "Norine Luker"

<nluker@nextgnetworks.net>, "Mike Abrams" <mabrams@nextgnetworks.net>

Subject NextG Request for RCN Duct Access in Massachusetts

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