

EXHIBIT F

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re)	Chapter 11
)	
Adelphia Communications Corporation, <u>et al.</u>)	Case No. 02-41729 (REG)
)	Jointly Administered
Debtors.)	
)	

[PROPOSED] ORDER

Upon the Motion (the "Motion") of the Ad Hoc Committee of Arahova Noteholders for Entry of an Order (i) Pursuant to 11 U.S.C. § 1104(a) Appointing a Trustee for Arahova Communications, Inc. and Certain Other Debtor Estates Or, If Such Relief Is Not Granted, (ii) Pursuant to 11 U.S.C. §§ 1107 and 105(a) Requiring the Appointment of Independent Officers and Directors for Arahova Communications, Inc. and Certain Other Debtor Estates and the Retention of Unconflicted Counsel to Represent Such Estates In Respect of the Inter-Debtor Issues, and having considered the Motion and any responses and objections thereto, and it appearing that the Court has jurisdiction over this matter pursuant to 28 U.S.C. § 157(b); and it further appearing that proper and adequate notice of the Motion has been given to all creditors and parties in interest in these cases and that no other or further notice is necessary; it is hereby:

ORDERED that the Motion is granted;

IT IS FURTHER ORDERED that pursuant to 11 U.S.C. § 1104(a), the Office of the United States Trustee is hereby directed to appoint a disinterested person to serve as chapter 11 trustee for Arahova Communications, Inc. and its direct and indirect subsidiaries (the "Arahova Debtors") to exercise such powers and duties as conferred by 11 U.S.C. § 1106;

IT IS FURTHER ORDERED that the current officers and directors of the Arahova Debtors charged with assisting in any Inter-Debtor Issue are hereby recused from acting in such capacity;

IT IS FURTHER ORDERED that the current officers and directors of the Arahova Debtors shall appoint independent officers and directors who shall appoint unconflicted counsel to represent the Arahova Debtors' estates in respect of the Inter-Debtor Issues.

Dated: New York, New York
November __, 2005

UNITED STATES BANKRUPTCY JUDGE