

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
)
Applications of)
)
AT&T, Inc. and DIRECTV,) MB Docket No. 14-90
)
for Consent to Assign Licenses)
or Transfer Control of Licensees)

**OBJECTION TO REQUEST FOR ACCESS TO HIGHLY CONFIDENTIAL
INFORMATION AND VIDEO PROGRAMMING CONFIDENTIAL INFORMATION**

Pursuant to the Modified Joint Protective Order in the captioned proceeding,¹ CBS Corporation, Scripps Networks Interactive, Inc., The Walt Disney Company, Time Warner Inc., Twenty First Century Fox, Inc., Univision Communications Inc., and Viacom Inc. (collectively, the “Content Companies”) hereby object to the request for access to Highly Confidential Information (“HCI”) and Video Programming Confidential Information (“VPCI”) submitted by or on behalf of the individuals listed on Exhibit A hereto (“Submitting Individuals”).

The Submitting Individuals have each filed an Acknowledgement of Confidentiality seeking access to HCI and VPCI submitted to the Commission in this proceeding.² Nine of the Submitting Individuals are Outside Counsel or Outside Consultants for DirecTV, a party to the proposed transaction (the “DirecTV Submitting Individuals”). The remaining 15 Submitting

¹ *In the Matter of Application of AT&T, Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorization*, Modified Joint Protective Order, MB Docket No. 14-90, DA 14-1465 (Oct. 7, 2014). All capitalized terms not otherwise defined herein are defined in the Modified Joint Protective Order.

² A copy of the Acknowledgments (and the cover letter that accompanied the Acknowledgments) available on the FCC’s transaction website attached hereto as **Exhibit B**.

Individuals are not affiliated with any of the parties to the proposed transaction (the “Remaining Submitting Individuals”). Notice of these Acknowledgements was posted to the Commission website on or after October 20, 2014.

In the case of the DirecTV Submitting Individuals, the Content Companies object to the disclosure of HCI or VPCI produced by any party other than DirecTV to the DirecTV Submitting Individuals (and any of the DirecTV Submitting Individuals’ respective employees, as those terms are defined in Paragraph 13 of the Modified Joint Protective Order).³ In the case of the Remaining Submitting Individuals, the Content Companies object to the disclosure of HCI or VPCI produced by any party to the Remaining Submitting Individuals (and any of the Remaining Submitting Individuals’ respective employees, as those terms are defined in Paragraph 13 of the Modified Joint Protective Order).

I. None of the Submitting Individuals Should Be Permitted To Access HCI or VPCI.

The Content Companies’ objection rests on their longstanding objection to permitting *any* individual to access their highly confidential carriage agreements with the transaction parties and related negotiation materials. Instead, the Bureau should follow the same approach the Commission has successfully implemented in other proceedings pursuant to which Commission personnel review VPCI in the custody of the Department of Justice. Alternatively, the Bureau should place only the relevant portions of VPCI in the public record and redact and/or anonymize certain of the information contained in those materials. This is especially appropriate here, where the Submitting Individuals have not made a particularized, good-faith showing as to

³ Under the Modified Joint Protective Order, the Content Companies are entitled to object to the Submitting Parties’ requests for access because they are Third Party Interest Holders and have confidentiality interests in certain of the documents to which access is sought.

why each needs access to the Content Companies' VPCI. The substance of this objection is set forth more fully in the Application for Review filed by the Content Companies in the captioned proceeding on October 14, 2014.

This objection is applicable even though the DirecTV Submitting Individuals are affiliated with one of the parties to the proposed transaction. The Content Companies' HCI and VPCI are subject to strict restrictions on access. The DirecTV Submitting Individuals have made no showing that they would be entitled to access the Content Companies' HCI and VPCI in the absence of the Commission's grant of access to such information in this proceeding. Indeed, under the confidentiality provisions of many carriage agreements, most (if not all) of the employees of a third-party purchaser of one of the parties to a carriage agreement are prohibited from knowing the terms of that agreement until after the purchase closes—and even then, access to the agreement's terms may continue to be tightly restricted.

It makes no difference whether DirecTV or the DirecTV Submitting Individuals would be entitled to access to HCI and VPCI if the proposed transaction closes; there is no guarantee that it will, and the Content Companies do not believe the Submitting Individuals currently have the right to access the Content Companies' HCI and VPCI.

Moreover, even if DirecTV or the DirecTV Submitting Individuals would otherwise have a right to access this information, it cannot be the case that a total of 13 Outside Counsel (from three different law firms) and one Outside Consultant⁴—plus their employees—need access to the Content Companies' most sensitive information, including VPCI, to provide legal or

⁴ These totals include the five Outside Counsel who were the subject of the Content Companies' October 20 objection filed in this proceeding. *See* Objection to Request for Access to Highly Confidential Information and Video Programming Confidential Information, MB Docket No. 14-90 (Oct. 20, 2014).

consulting services to DirecTV in connection with the Commission’s review of the proposed transaction. The volume of individuals seeking access to the Content Companies’ HCI and VPCI increases the likelihood of even inadvertent misuse of that information and makes it more difficult to detect the source of any improper use of that information. And the fact that some subset of one of the transaction parties’ lawyers may have had access to certain agreements of the other parties does not justify access for *all* lawyers for both parties to *all* agreements. Otherwise, if the transactions do not close, there is an unacceptably high risk that one transaction party may later use for its benefit the terms of the other transaction party’s deals.

II. The Content Companies Specifically Object to Disclosure of HCI and VPCI to Certain Submitting Individuals.

Even if some individuals are permitted to access HCI or VPCI, there are additional reasons why certain Submitting Individuals should not be permitted to access HCI or VPCI.

A. Attorneys Representing DISH Network

Andrew W. Guhr, Georgios A. Leris, James M. Hobbs, Sarah K. Leggin, Christopher Bjornson, Stephanie A. Roy, and Pantelis Michalopoulos have sought access to HCI and VPCI on behalf of DISH Network as Outside Counsel for DISH Network (the “DISH Submitting Individuals”). They should not be permitted to access such information.

The DISH Submitting Individuals are affiliated with the law firm Steptoe Johnson LLP (“Steptoe”), and some have been or are currently involved in Competitive Decision-Making and are therefore expressly prohibited under the terms of the Modified Joint Protective Order from viewing HCI or VPCI. Steptoe advises clients on distribution and retransmission consent matters.⁵ In fact, Mr. Michalopolous has submitted at least one communication to the

⁵ Steptoe Johnson LLP, 2013 Lobbying Disclosure Act Report, No. 16.

Commission that reveals he has been involved in Competitive Decision-Making on behalf of DISH Network.⁶ To counsel on retransmission consent matters, attorneys necessarily must consult with their clients and colleagues concerning Competitive Decision-Making matters. Thus it is highly unlikely that counsel who lobby and advocate on retransmission matters for DISH would have no interaction on Competitive Decision-Making matters with their client.

Indeed, DISH's counsel at Steptoe itself has urged the Commission to protect sensitive, proprietary information in the context of a different proposed merger. In connection with a proposed transaction to which DISH was a party, its counsel warned that the "inadvertent or intentional" disclosure of proprietary data to competitors "would have a devastating effect on [DISH's] business and place the companies at a significant competitive disadvantage."⁷ The Content Companies share that very concern with regard to disclosure of HCI and VCPI in this proceeding.

Based on prior Commission findings, there is a significant probability that individuals seeking access to HCI and VPCI on behalf of DISH will not adequately protect the Content Companies' VPCI, and as a consequence of a lapse in protection, risk competitive harm in the video program distribution marketplace and otherwise disserve the public interest.⁸ Several

⁶ See, e.g., Letter from Pantelis Michalopoulos, Counsel to DISH Network, to Marlene H. Dortch, Secretary, FCC, MB Docket No. 13-191 (filed Oct. 25, 2013) (discussing details of DISH's retransmission negotiations with Media General Communications Holding).

⁷ *In the Matter of Consolidated Application of EchoStar Communications Corporation, General Motors Corporation and Hughes Electronics Corporation for Authority to Transfer Control*, CS Docket No. 01-348, Ex Parte Notice, Submitted by Steptoe & Johnson LLP on behalf of EchoStar Communications Corporation (Apr. 22, 2002).

⁸ In reviewing DISH's proposal to merge with Hughes, in which Steptoe represented DISH, the Commission noted that

(continued...)

courts also have noted DISH's negligence in handling litigation documents.⁹ These hazards are further discussed in the Content Companies' Application for Review and Request for Stay filed on October 14, 2014. Accordingly, the DISH Submitting Individuals should not be permitted to access such information on behalf of DISH.

B. Matthew F. Wood, S. Derek Turner, and Lauren M. Wilson

Matthew F. Wood, S. Derek Turner, and Lauren M. Wilson have submitted Acknowledgments of Confidentiality on behalf of Free Press. Each of these individuals serves as an attorney with Free Press, does not qualify as an Outside Counsel or as an Outside Consultant, and therefore should be prohibited under the terms of the Modified Joint Protective Order from viewing HCI or VPCI. Accordingly, Mr. Wood, Mr. Turner, and Ms. Wilson should not be granted access to HCI or VPCI.

C. Ross Lieberman

Ross Lieberman has submitted an Acknowledgment of Confidentiality on behalf of the American Cable Association. Mr. Lieberman, who serves as Vice President of Government Affairs with the American Cable Association, does not qualify as Outside Counsel or as an Outside Consultant and therefore is expressly prohibited under the terms of the Modified Joint Protective Order from viewing HCI or VPCI. Accordingly, Mr. Lieberman should not be granted access to HCI or VPCI.

the Cable Bureau admonished EchoStar for failure to timely disclose that information it was treating as confidential had been publicly disclosed, thus failing in its 'duty of candor' to the agency, *EchoStar Satellite Corp. v. Young Broadcasting*, 16 FCC Red 15070 (Cable Bur. 2001).

EchoStar Communications Corp., 17 FCC Rcd 20559, 20576 & n.122 (2002).

⁹ See, e.g., *VOOM HD Holdings LLC v. EchoStar Satellite L.L.C.*, 939 N.Y.S.2d 321 (1st Dep't 2012) (affirming sanction of EchoStar for systematically destroying evidence in violation of the law and in the face of a prior federal court ruling).

D. Barbara Esbin, Noah Cherry, and Maayan Lattin

Barbara Esbin, Noah Cherry, and Maayan Lattin filed Acknowledgments of Confidentiality seeking access to Confidential and Highly Confidential Information on behalf of the American Cable Association. These three individuals are members of the law firm Cinnamon Mueller, which has been or is currently involved in Competitive Decision-Making, and are therefore expressly prohibited under the terms of the Modified Joint Protective Order from viewing HCI or VPCI.

Like certain of her colleagues at Cinnamon Mueller, Ms. Esbin provides advice about and participates in the business decisions of the firm's distributor clients involved in affiliation transactions with the Content Companies. She also regularly advises clients with respect to policy issues implicating distribution and carriage agreements. In order to do so, she must consult with her clients concerning competitive decision-making matters.¹⁰ Thus, disclosure to Ms. Esbin of the Content Companies' sensitive commercial information—including the license fees and carriage terms to which the Content Companies have agreed—would cause manifest and irreparable competitive harm.

¹⁰ See, e.g., Notice of Ex Parte Presentation of American Cable Association, Time Warner Cable, DISH Network, DirecTV; 2010 Quadrennial Regulatory Review -- Review of the Commission's Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996, MB Docket No. 09-182; and Amendment of the Commission's Rules Related to Retransmission Consent, MB Docket No. 10-71 (Nov. 21, 2012) ("Esbin acknowledged that although consumers have a choice in video programming, cable operators have no choice in where they get their broadcast programming: 'You have to say yes,' she said. Esbin expects the increasing retransmission fees to continue, with 'no obvious break in sight...unless the arms race of attacking the consumer wallet comes to an end.' She later emphasized that cable consumers cannot opt out to programming they do not want to pay for, like ESPN.").

Mr. Cherry and Ms. Lattin recently joined the Cinnamon Mueller firm.¹¹ Both have been active in retransmission consent advocacy at the Commission adverse to broadcast television stations.¹² Thus, the Content Companies are concerned that they too may already be advising Cinnamon Mueller clients in retransmission consent negotiations or—given that many retransmission consent agreements will be under negotiation before the end of the year—intend to do so in the next few months. Furthermore, to counsel on retransmission consent matters, attorneys necessarily must consult with their clients and colleagues concerning Competitive Decision-Making matters. Thus it is highly unlikely that counsel who lobby and advocate on retransmission matters for the American Cable Association—a trade association that represents more than 1,000 distributors, many of whom negotiate with the Content Companies for programming and retransmission rights—would have no interaction on Competitive Decision-Making matters with their client or its members.

* * *

For the reasons stated herein, the Content Companies object to providing HCI and VPCI (1) to each of the Remaining Submitting Individuals, and (2) to each of the DirecTV Submitting Individuals, to the extent that such individuals seek access to confidential information produced

¹¹ See *FCC Releases Open Internet Enforcement Advisory, Aims for Tougher Enforcement of Transparency Rule*, CINNAMON MUELLER (Aug. 4, 2014), <http://cm-chi.com/clientupdates/read/fcc-releases-open-internet-enforcement-advisory-aims-for-tougher-enforcement-of-transparency-rule.html> (“Both Noah and Maayan joined Cinnamon Mueller on July 23rd.”).

¹² See, e.g., *2014 Quadrennial Regulatory Review—Review of the Commission’s Broadcast Ownership Rules and Other Rules Adopted Pursuant to Section 202 of the Telecommunications Act of 1996*, Comments of the American Cable Association, MB Docket No. 14-50 (Aug. 6, 2014); Letter of Gerard J. Duffy to Marlene H. Dortch, Secretary, FCC, MB Docket Nos. 10-71, 14-16 (Mar. 26, 2014).

by parties other than DirectTV.¹³ A copy of this Objection is being provided to the Submitting Individual's counsel, placing his employees on notice that they may not access such HCI or VPCI until this Objection (including the Application for Review referenced in this Objection) is finally resolved by the Commission and any court of competent jurisdiction.

Respectfully submitted,

**CBS CORPORATION, SCRIPPS NETWORKS
INTERACTIVE, INC., THE WALT DISNEY
COMPANY, TIME WARNER INC., TWENTY
FIRST CENTURY FOX, INC., UNIVISION
COMMUNICATIONS INC., AND VIACOM
INC.**

By: /s/ Mace Rosenstein

Mace Rosenstein
Andrew Soukup
Laura Flahive Wu
COVINGTON & BURLING LLP
1201 Pennsylvania Ave., N.W.
Washington, DC 20004-2401
(202) 662-6000

Their counsel

October 23, 2014

¹³ As the Content Companies stated in an October 22, 2014, filing, if the Commission adopts the “trifurcation” approach proposed by Cogent Communications Group, the Content Companies will withdraw the objections they have asserted against the Submitting Individuals that have the effect of preventing those individuals from accessing non-VPCI HCI. *See* Content Companies’ Comments Regarding Cogent Communications Group’s Response to Objection To Request for Access To Highly Confidential Information and Video Programming Confidential Information, MB Docket Nos. 14-57, 14-90 (Oct. 22, 2014), at 3-4. This commitment is conditioned on the assumption that the Applicants have implemented—as they suggest they have, *see id.*— a procedure that would prevent any third-party individuals from accessing VPCI but would permit them to access other, non-VPCI HCI. This commitment does not apply to Andrew W. Guhr, Georgios A. Leris, James M. Hobbs, Sarah K. Leggin, Christopher Bjornson, Stephanie A. Roy, Pantelis Michalopoulos, Matthew F. Wood, S. Derek Turner, Lauren M. Wilson, Ross Lieberman, Barbara Esbin, Noah Cherry, and Maayan Lattin, against whom the Content Companies have asserted additional, particularized objections.

EXHIBIT A
Submitting Individuals

1. Christopher Bjornson, Outside Counsel for DISH Network
2. Stephanie A. Roy, Outside Counsel for DISH Network
3. Pantelis Michalopoulos, Outside Counsel for DISH Network
4. Andrew W. Guhr, Outside Counsel for DISH Network
5. Georgios A. Leris, Outside Counsel for DISH Network
6. James M. Hobbs, Outside Counsel for DISH Network
7. Sarah K. Leggin, Outside Counsel for DISH Network
8. Thomas Hubbard, Outside Counsel for DirecTV
9. Joe Sims, Outside Counsel for DirecTV
10. Bin Chen, Outside Counsel for DirecTV
11. Jarrod Welch, Outside Counsel for DirecTV
12. Thomas J. Forr, Outside Counsel for DirecTV
13. Steven Salop, Outside Consultant for DirecTV
14. Kristine Devine, Outside Counsel for DirecTV
15. Bruce McDonald, Outside Counsel for DirecTV
16. Kevin J. Arquit, Outside Counsel for DirecTV
17. Maayan Lattin, Outside Counsel for American Cable Association
18. Barbara Esbin, Outside Counsel for American Cable Association
19. Noah Cherry, Outside Counsel for American Cable Association
20. Ross Lieberman, In house counsel to American Cable Association
21. Gary Biglaiser, In house consultant to American Cable Association
22. Matthew F. Wood, In house for Free Press

23. S. Derek Turner, In house for Free Press

24. Lauren M. Wilson, In house for Free Press

EXHIBIT B

Andrew W. Guhr
202 429 1359
aguhr@steptoe.com

Steptoe
STEPTOE & JOHNSON LLP

1330 Connecticut Avenue, NW
Washington, DC 20036-1795
202 429 3000 main
www.steptoe.com

October 20, 2014

BY ECFS

William Lake
Chief, Media Bureau
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

**Re: Acknowledgements of Confidentiality, Applications of AT&T, Inc. and DIRECTV
for Consent to Assign or Transfer Control of Licenses and Authorizations, MB
Docket No. 14-90**

Dear Mr. Lake:

On behalf of DISH Network Corporation ("DISH") enclosed are executed copies of the Acknowledgements of Confidentiality required by the Media Bureau's Modified Joint Protective Order (DA 14-1465) for access to Confidential and Highly Confidential documents filed in the above-referenced docket. The executors of the enclosed Acknowledgements are inside counsel for DISH who are seeking access to Confidential Information, and outside counsel for DISH who are seeking access to Confidential and Highly Confidential Information. The executors are filing their Acknowledgements pursuant to the Modified Joint Protective Order.

Sincerely,



Andrew W. Guhr
Counsel for DISH Network Corporation

Enclosures

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

I am seeking access to only Confidential Information or Confidential and Highly Confidential Information.

I hereby acknowledge that I have received and read a copy of the foregoing Modified Joint Protective Order in the above-captioned proceeding, and I understand it.

I agree that I am bound by the Modified Joint Protective Order and that I shall not disclose or use Stamped Confidential Documents, Stamped Highly Confidential Documents, Confidential Information or Highly Confidential Information except as allowed by the Modified Joint Protective Order.

I acknowledge that a violation of the Modified Joint Protective Order is a violation of an order of the Federal Communications Commission (Commission). I further acknowledge that the Commission retains its full authority to fashion appropriate sanctions for violations of this Modified Joint Protective Order, including but not limited to suspension or disbarment of Counsel or Consultants from practice before the Commission, forfeitures, cease and desist orders, and denial of further access to Confidential or Highly Confidential Information in this or any other Commission proceeding.

I acknowledge that nothing in the Modified Joint Protective Order limits any other rights and remedies available to a Submitting Party or a Third Party Interest Holder at law or in equity against me if I use Confidential or Highly Confidential Information in a manner not authorized by this Modified Joint Protective Order.

I certify that I am not involved in Competitive Decision-Making.

Without limiting the foregoing, to the extent that I have any employment, affiliation, or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or advocacy organization), I acknowledge specifically that my access to any information obtained as a result of the Modified Joint Protective Order is due solely to my capacity as Counsel or Outside Consultant to a party or as a person described in paragraph 13 of the Modified Joint Protective Order and agree that I will not use such information in any other capacity.

I acknowledge that it is my obligation to ensure that Stamped Confidential Documents and Stamped Highly Confidential Documents are not duplicated except as specifically permitted by the terms of the Modified Joint Protective Order and to ensure that there is no disclosure of Confidential Information or Highly Confidential Information in my possession or in the possession of those who work for me, except as provided in the Modified Joint Protective Order.

I certify that I have verified that there are in place procedures at my firm or office to prevent unauthorized disclosure of Confidential Information and Highly Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Modified Joint Protective Order.

Executed this 20th day of October, 2014.



Pantelis Michalopoulos
Partner
Steptoe & Johnson LLP
202-429-6494

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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Executed this 20th day of October, 2014.


Stephanie A. Roy
Partner
Stephoe & Johnson LLP
202-429-6278

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 20th day of October, 2014.



Christopher Bjornson
Associate
Steptoe & Johnson LLP
202-429-3059

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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Executed this 20th day of October, 2014.



Andrew W. Guhr
Associate
Steptoe & Johnson LLP
202-429-1359

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I acknowledge that nothing in the Modified Joint Protective Order limits any other rights and remedies available to a Submitting Party or a Third Party Interest Holder at law or in equity against me if I use Confidential or Highly Confidential Information in a manner not authorized by this Modified Joint Protective Order.

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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Modified Joint Protective Order.

Executed this 20th day of October, 2014.



Georgios A. Leris
Attorney
Steptoe & Johnson LLP
202-327-6940

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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I certify that I am not involved in Competitive Decision-Making.

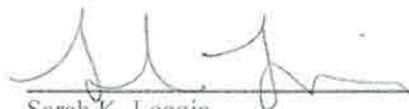
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Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Modified Joint Protective Order.

Executed this 20th day of October, 2014.



Sarah K. Leggin

Associate

Steptoe & Johnson LLP

202-429-6252

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

I am seeking access to [] only Confidential Information or [X] Confidential and Highly Confidential Information.

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Executed this 20th day of October, 2014.



James M. Hobbs
Law Clerk
Steptoe & Johnson LLP
202-429-8179

October 10, 2014

VIA ECFS

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: *Applications of AT&T, Inc. and DIRECTV for Consent to Assign or Transfer
Control of Licenses and Authorizations*, MB Docket No. 14-90

Dear Ms. Dortch:

Pursuant to the procedures outlined in the *Modified Joint Protective Order*,¹ I hereby submit the signed Acknowledgments of Confidentiality of Kristine Devine, Adrienne Fowler, and myself, attorneys for DIRECTV with the law firm of Harris, Wiltshire & Grannis, LLP; Kara Trivolis, legal assistant to Michael Nilsson and myself; Caitlin-Jean Juricic, legal assistant to Kristine Devine and Adrienne Fowler; J. Bruce McDonald, Joe Sims, and Thomas J. Forr, outside counsel for DIRECTV with the law firm of Jones Day; and Kevin J. Arquit and Sara Y. Razi, outside counsel for DIRECTV with the law firm of Simpson Thacher & Bartlett LLP. Additionally, we are including the signed Acknowledgments of Dr. Robert S. Stillman, Bin Chen, and Jarrod Welch of Charles River Associates, along with Professor Steven Salop of Georgetown Law Center and Professor Thomas Hubbard of Northwestern University, who are outside consultants to DIRECTV.

Please do not hesitate to contact me at 202-730-1300 if you have any questions regarding this submission.

Respectfully submitted,

/s/ William M. Wiltshire
William M. Wiltshire
Counsel to DIRECTV

Attachments

¹ See *Applications of AT&T, Inc. and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Modified Joint Protective Order, DA 14-1463, MB Docket No. 14-90 (rel. Oct. 7, 2014).

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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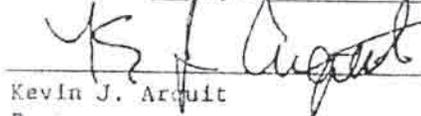
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Executed this 10 day of October, 2014



Kevin J. Arcuit
Partner
Simpson Thacher & Bartlett LLP
212-455-7680

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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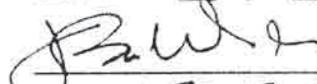
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Executed this 10 day of OCTOBER, 2014.


 [Name] BRUCE McDONALD
 [Position] PARTNER
 [Firm] JONES DAY
 [Telephone] 832.237.3822

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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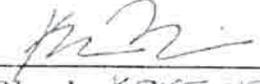
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Executed this 10 day of October, 2014.



[Name] KRISTINE DEVINE
[Position] ATTORNEY
[Firm] HARRIS, WILTSHIRE & GRANNIS LLP
[Telephone] (202) 730 - 1338

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 9th day of October, 2014.

STEVE STUBBINS
SR. CONSULTANT
CITIZENS POWER ASSOC
(202) 253-5431

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 9th day of October, 2014



[Name] Thomas J. Ford
[Position] Associate Attorney
[Firm] Jones Day
[Telephone] 202-879-3785

ATTACHMENT B

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Executed this 9th day of October, 2014


[Name] Jarrad Welch
[Position] Senior Associate
[Firm] CRA
[Telephone] 312-619-3397

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 9th day of October, 2014



[Name]	Bin Chen
[Position]	Principal
[Firm]	Charles River Associates
[Telephone]	312-619-3304

ATTACHMENT B

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Executed this 9th day of October, 2014



[Name] JOE SIMS
[Position] PARTNER
[Firm] JOACS DAY
[Telephone] 202/879-3863

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 9 day of October, 2014

Wanda Sitter
[Name] Wanda Sitter
[Position] Northern Univ.
[Firm] 773.505.9933
[Telephone]



**CINNAMON
MUELLER**

NOAH CHERRY
Admitted in Maryland
ncherry@CinnamonMueller.com

WASHINGTON, DC
1875 Eye Street, NW
Suite 700
Washington, D.C. 20006

direct: 202-872-6811
fax: 202-683-6791

ST. LOUIS
1714 Deer Tracks Trail
Suite 215
St. Louis, MO 63131

CHICAGO
307 N. Michigan Ave.
Suite 1020
Chicago, IL 60601

phone: 312-372-3430

October 9, 2014

VIA ECFS

Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Applications of AT&T and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations; MB Docket No. 14-90

Ms. Dortch:

Pursuant to the procedures outlined in the Modified Joint Protective Order¹ for the purposes of reviewing Confidential and Highly Confidential Information filed in the above-referenced proceeding, the undersigned, Attorney, Cinnamon Mueller, acting as counsel to the American Cable Association ("ACA") hereby submits Acknowledgements of Confidentiality for himself; Barbara Esbin, Partner, Cinnamon Mueller and counsel to ACA; Maayan Lattin, Attorney, Cinnamon Mueller and counsel to ACA; Ross Lieberman, Senior Vice President of Government Affairs, ACA; Gary Biglaiser, Professor of Economics at the University of North Carolina and consultant to ACA.

Please do not hesitate to contact me if you have any questions.

Sincerely,

Noah Cherry
Counsel to the American Cable Association

1875 Eye Street, NW
Suite 700
Washington, D.C. 20006
Phone: (202) 872-3930
Email: ncherry@cinnamonmueller.com

Encl.

¹ *Applications of AT&T and DIRECTV for Consent to Assign or Transfer Control of Licenses and Authorizations*, Modified Joint Protective Order, MB Docket No. 14-90, DA 14-1464 (rel. Oct. 7, 2014).

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 7 day of October, 2014

[Name]
[Position]
[Firm]
[Telephone]

GARY BILLAISEN
Professor / Consultant
UNC/ACA

919 495650

919-619-5650

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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Executed this 7th day of October, 2014.

Ross Lieberman

[Name] Ross Lieberman
[Position] SVP of Govt Affairs
[Firm] American Cable Association
[Telephone] 202-494-5661

ATTACHMENT B

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MB Docket No. 14-90

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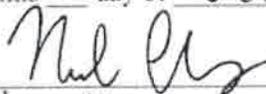
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Executed this 7th day of October, 2014.



[Name] Noah Cherry
[Position] Attorney
[Firm] Cinnamon Mueller
[Telephone] 202 - 872 - 0234

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 7 day of October, 2014

Barbara Esbin
 [Name] Barbara Esbin
 [Position] Partner
 [Firm] Cinnamon Mueller
 [Telephone] 202 872-6811

ATTACHMENT B

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MB Docket No. 14-90

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Executed this 8 day of October, 2014.


[Name] Maayan Lattin
[Position] Attorney
[Firm] Cinnamon Mueller
[Telephone] (202) 872-6881

MASSACHUSETTS
40 main st, suite 301
florence, ma 01062
tel 413.585.1533
fax 413.585.8904

WASHINGTON
1025 connecticut ave. nw, suite 1110
washington, dc 20036
tel 202.265.1490
fax 202.265.1489



October 20, 2014

Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street SW
Washington, DC 20554

Via Electronic Filing

Re: MB Docket No. 14-90, Applications of for Consent to Assign or Transfer Control of Licenses and Authorizations

Dear Ms. Dortch,

Pursuant to the procedures outlined in the Modified Joint Protective Order and for purposes of reviewing Confidential and Highly Confidential Information filed in the above-referenced proceeding, Free Press submits the attached Acknowledgments of Confidentiality on behalf of the following individuals:

Matthew F. Wood, Policy Director
S. Derek Turner, Research Director
Lauren M. Wilson, Policy Counsel

If you have any questions, please do not hesitate to contact me.

Respectfully Submitted,

/s/ Lauren M. Wilson

Lauren M. Wilson
Policy Counsel
Free Press
lwilson@freepress.net

ATTACHMENT B

Acknowledgment of Confidentiality

MB Docket No. 14-90

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Executed this 20th day of October, 2014.



Matthew F. Wood
Policy Director
Free Press
202-265-1490

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[S. Derek Turner]
[Research Director]
[Free Press]
[202-265-1490]

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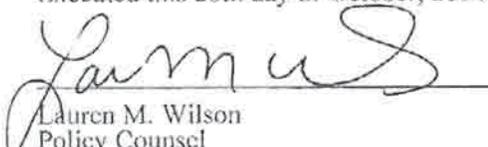
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Executed this 20th day of October, 2014.


Lauren M. Wilson
Policy Counsel
Free Press
202-265-1490

CERTIFICATE OF SERVICE

I, Mace Rosenstein, hereby certify that on this 23rd day of October, 2014, I caused true and correct copies of the foregoing Objection to Request for Access to Highly Confidential Information and Video Programming Confidential Information to be served by Federal Express or electronic mail to the following:

Peter J. Schildkraut
Maureen R. Jeffreys
ARNOLD & PORTER LLP
555 Twelfth Street, NW,
Washington, DC 20004-1206
peter.schildkraut@aporter.com
maureen.jeffreys@aporter.com
Counsel for AT&T

William M. Wiltshire
Harris, Wiltshire & Grannis LLP
1919 M Street NW
Washington, DC 20036
wwiltshire@hwglaw.com
Counsel for DIRECTV

Andrew W. Guhr
STEPTOE & JOHNSON LLP
1330 Connecticut Ave., NW
Washington, DC 20036
aguhr@steptoe.com
Counsel for DISH Network

David A. Lafuria
LUKAS, NACE, GUTIERREZ & SACHS
8300 Greensboro Drive, Ste. 1200
McLean, VA 22102
DLaFuria@fcclaw.com
Counsel for American Cable Association

Lauren M. Wilson
FREE PRESS
1025 Connecticut Ave NW, Suite 1110
Washington, DC 20036
lwilson@freepress.net

By: /s/ Mace Rosenstein
Mace Rosenstein