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February 4, 2016

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

**Re: Notice of Ex Parte Communication
Application of Charter Communications, Inc., Time
Warner Cable Inc., and Advance/Newhouse Partnership
for Consent to the Transfer of Control of Licenses and
Authorizations
MB Docket No. 15-149**

Dear Ms. Dortch:

Pursuant to an invitation from the staff of the Federal Communications Commission ("FCC"), representatives of The Walt Disney Company ("TWDC") met with FCC staff on February 2, 2016, in connection with the proceeding referenced above.

The participants on behalf of TWDC were Alan Braverman, Ken Newman, Megan Gerking and the undersigned. The participants from the FCC were Ty Bream, Brendon Holland, Owen Kendler, Eugene Kiselev, Elizabeth McIntyre, Jonathan Sallet, Julie Saulnier, Susan Singer, and Ali Zayas.

In response to questions from the FCC staff, we discussed the general state of video programming distribution through traditional MVPD services as well as through emerging broadband-based services. We explained how TWDC sees the emergence of broadband-based video services as advancing the public interest by providing consumers with new and innovative ways to access video content. We further discussed potential differences in the business models for new video distribution services as compared to traditional MVPD services.

We also responded to questions from the FCC staff regarding ways in which provisions in MVPD licensing agreements can inhibit the development or growth of new entrants in the provision of video distribution services. Finally, we addressed questions from the FCC staff regarding conditions that the FCC has adopted in orders related to previous transactions in the industry and factors that can make orders more or less administrable. We submitted that the FCC should, of course, consider these issues during its deliberations with respect to the proposed transaction.

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This letter is being submitted electronically pursuant to Section 1.1206(b) of the Commission's Rules. Please contact the undersigned if you have any questions about this submission.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Thomas O. Barnett". The signature is fluid and cursive, with a long horizontal stroke at the end.

Thomas O. Barnett

cc: Ty Bream
Brendon Holland
Owen Kendler
Eugene Kiselev
Elizabeth McIntyre
Jonathan Sallet
Julie Saulnier
Susan Singer
Ali Zayas