

Mintz, Levin, Cohn, Ferris, Glovsky and Popeo, P.C.

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September 17, 2002

Ex Parte Notice

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

Re: Applications for Consent to the Transfer of Control of Licenses from Comcast Corporation and AT&T Corp., Transferors, to AT&T Comcast Corporation, Transferee, MB Docket No. 02-70

Dear Ms. Dortch:

On September 16, 2002, representatives of AT&T Corp. ("AT&T") and Comcast Corporation ("Comcast") met with Catherine Crutcher Bohigian, Legal Advisor to Commissioner Martin. AT&T was represented by Betsy Brady and Mike Hammer. Comcast was represented by James Coltharp and the undersigned.

The AT&T and Comcast representatives briefed Ms. Bohigian on developments in the merger proceeding over the period since May 30, when she and other legal advisors were briefed on the merger application, comments, and reply comments. In particular, we reported on the Applicants' submission of detailed responses to information and document requests issued by the Media Bureau, the Applicants' responses to ex parte presentations, proposals, and motions by various interested parties, and Applicants' proposal to place AT&T's minority interest in Time Warner Entertainment, L.P. into a disposition trust. As to each of these issues, the presentations were drawn directly from materials already filed on the public record and did not include any new facts, analysis, or argumentation.

Pursuant to section 1.1206(b)(2) of the Commission's rules, this letter is being filed electronically with the Office of the Secretary. Copies of this letter are also being sent to Ms. Bohigian and the merger review team. Please let me know if you have any questions.

Sincerely,

James L. Casserly

cc: Catherine Bohigian Royce D. Sherlock Roger D. Holberg

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