

November 5, 2002

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

Re: Application 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:

In accordance with the Protective Order issued by the Media Bureau on March 29, 2002, I, as representative of Petitioner Consumer Federation of America, have made a request to inspect certain of the confidential, unredacted versions of all material submitted pertaining to the "TWE Restructuring Agreement." In addition, when the Applicants submit "Appendix D" to the TWE Restructuring Agreement – referred to in that document as the "AOL High Speed Data Agreement" or HSDA, I will examine that as well.

Acknowledgement of Confidentiality declarations, as contained in Appendix B of the Protective Order, have been executed by me and by representatives of Media Access Project, Counsel to CFA in this matter, and are enclosed. Copies of these declarations, along with our request for a list of available documents, have been concurrently served upon the applicants through their outside counsel.

Please contact me should you have any questions.

Sincerely,



Mark Cooper
Research Director
Consumer Federation of America
1424 16th Street, NW
Suite 604
Washington, DC 20036-2211

cc: Roger Holberg, FCC Media Bureau
A. Richard Metzger
James J. Casserly
David Carpenter
Michael H. Hammer
A. Renée Callahan