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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

December 9, 2002

**VIA COURIER**

*(Original + 5 Copies)*

Marlene H. Dortch, Secretary  
Federal Communications Commission  
Office of the Secretary  
c/o Vistronix, Inc.  
236 Massachusetts Avenue, N.E. Suite 110  
Washington, DC 20002

**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 Secretary Dortch:

In a Memorandum Opinion and Order (FCC 02-310) released on November 14, 2002 (“MO&O”), the Commission approved the merger of Comcast Corporation and AT&T Corp.’s broadband business.<sup>1</sup> In doing so, the Commission granted the above-referenced transfer of control applications, including applications to transfer control of domestic and international Section 214 authorizations held by subsidiaries of AT&T Corp.<sup>2</sup> The purpose of this letter is to

<sup>1</sup> *In re Applications for Consent to the Transfer of Control of Licenses from Comcast Corporation and AT&T Corp., Transferors, to AT&T Comcast, Transferee*, Memorandum Opinion & Order, MB Docket No. 02-70, FCC 02-310 (rel. Nov. 14, 2002) (hereinafter “MO&O”).

<sup>2</sup> *In re AT&T Corporation, Transferor, and AT&T Comcast Corporation, Transferee, Application for Consent to the Transfer & Control of Companies Holding Blanket Domestic Authorizations Under Section 214 of the Communications Act of 1934, as Amended* (filed Feb. 28, 2002) (requesting transfer of control of certain entities

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notify the Commission that Comcast Corporation and AT&T Corp. consummated their agreement to combine Comcast Corporation and AT&T's broadband business on November 18, 2002, as well as notify the Commission of certain changes to the names of the subsidiaries.

The company formed by this merger is named "Comcast Corporation," and not AT&T Comcast Corporation, as previously announced.<sup>3</sup> This represents a name change only and does not represent a change in the ownership structure of the merged entity as described in the Applications and Public Interest Statement filed in the above-referenced proceeding on February 28, 2002.

Upon the closing of the merger on November 18, 2002, control of the authorized subsidiaries was transferred to Comcast Corporation. In addition, certain of these entities also underwent name changes in connection with the consummation of the merger. These were merely name changes that involved no change in control of the companies or their operations.

### **DOMESTIC SECTION 214 AUTHORIZATIONS**

In the *MO&O*, the Commission approved the transfer of control of a number of entities previously controlled by AT&T Corp. that are authorized to provide domestic telecommunications services pursuant to Section 214 of the Communications Act.<sup>4</sup> Some of

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holding domestic Section 214 authorizations); *In re AT&T Corporation, Transferor, and AT&T Comcast Corporation, Transferee, Application for Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, for Transfer of Control of Authorizations to Provide International Resale Communications Services* (filed Feb. 28, 2002) (requesting transfer of control of certain entities holding international Section 214 authorizations); *In re AT&T Corporation, Transferor, and AT&T Comcast Corporation, Transferee, Amendment to the Application for Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, for Transfer of Control of Authorizations to Provide International Resale Communications Services* (filed Mar. 26, 2002) (amending the February 28, 2002 international application).

<sup>3</sup> The company known as Comcast Corporation prior to the consummation of the merger agreement has been renamed "Comcast Holdings Corp."

<sup>4</sup> *MO&O*, ¶ 222, Appendix D.

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these entities have also undergone name changes that involved no change in control of the companies or their operations. The new names have been provided below:

AUTHORIZED ENTITY	New Name
AT&T Broadband Phone, LLC	Comcast Phone, LLC
AT&T Broadband Phone of California, LLC	Comcast Phone of California, LLC
AT&T Broadband Phone of Colorado, LLC	Comcast Phone of Colorado, LLC
AT&T Broadband Phone of Connecticut, Inc.	Comcast Phone of Connecticut, Inc.
AT&T Broadband Phone of Florida, LLC	Comcast Phone of Florida, LLC
AT&T Broadband Phone of Georgia, LLC	Comcast Phone of Georgia, LLC
AT&T Broadband Phone of Illinois, LLC	Comcast Phone of Illinois, LLC
AT&T Broadband Phone of Indiana, LLC	Comcast Phone of Indiana, LLC
AT&T Broadband Phone of Kentucky, LLC	Comcast Phone of Kentucky, LLC
AT&T Broadband Phone of Massachusetts, LLC	Comcast Phone of Massachusetts, LLC
AT&T Broadband Phone of Minnesota, Inc.	Comcast Phone of Minnesota, Inc
AT&T Broadband Phone of New Hampshire, LLC	Comcast Phone of New Hampshire, LLC

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Authorized Entity	New Name
AT&T Broadband Phone of Ohio, LLC	Comcast Phone of Ohio, LLC
AT&T Broadband Phone of Oregon, LLC	Comcast Phone of Oregon, LLC
AT&T Broadband Phone of Pennsylvania, LLC	Comcast Phone of Pennsylvania, LLC
AT&T Broadband Phone of Texas, LLC	Comcast Phone of Texas, LLC
AT&T Broadband Phone of Utah, LLC	Comcast Phone of Utah, LLC
AT&T Broadband Phone of Virginia, Inc. <sup>5</sup>	Comcast Phone of Virginia, Inc.
AT&T Broadband Phone of Washington, LLC	Comcast Phone of Washington/Oregon, LLC
AT&T Broadband Phone of West Virginia, LLC	Comcast Phone of West Virginia, LLC

**INTERNATIONAL SECTION 214 AUTHORIZATIONS**

In the *MO&O*, the Commission approved the transfer of control of a number of entities authorized to provide international telecommunications services pursuant to Section 214 of the Communications Act.<sup>6</sup> These entities have since undergone name changes that involved no change in control of the companies or their operations.

<sup>5</sup> The parties inadvertently failed to note in their February application that the name of MediaOne Telecommunications of Virginia, Inc. had very recently been changed to AT&T Broadband Phone of Virginia, Inc. This was a simple name change, however, that involved no change in control of the company or its operations.

<sup>6</sup> *MO&O* at ¶ 222, Appendix D.

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Pursuant to sections 63.24(e)(4) and 63.21(i) of the Commission's rules, the parties provide below, the initial file number, the file number of the transfer of control, as well as the new names of the authorized entities, with respect to the international Section 214 authorizations mentioned above.

Authorized Entity/Entities	Initial File Nos.	Transfer of Control File No.	New Name of Authorized Entity/Entities
AT&T Broadband Phone of California, LLC	New file no. ITC-214-19970801-00451  (Old file no. ITC-97-442)	ITC-T/C-20020228-00137	Comcast Phone of California, LLC
AT&T Broadband Phone of Connecticut, Inc.	New file no. ITC-214-19970801-00449  (Old file no. ITC-97-441)	ITC-T/C-20020228-00138	Comcast Phone of Connecticut, Inc.
AT&T Broadband Phone of Texas, LLC	New file no. ITC-214-199770805-00468  (Old file no. ITC-97-457)	ITC-T/C-20020228-00139	Comcast Phone of Texas. LLC
AT&T Broadband Phone of Illinois, LLC	New file no. ITC-214-19970801-00447  (Old file no. ITC-97-458)	ITC-T/C-20020228-00140	Comcast Phone of Illinois. LLC

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Authorized Entity/Entities	Initial File Nos.	Transfer of Control File No.	New Name of Authorized Entity/Entities
<p>(i) [redacted] Telecommunications corp.</p> <p>(ii) MediaOne of [redacted] I<sup>7</sup></p> <p>Note: authorization ITC-214-19970214-00091 was held by these two authorized entities</p>	<p>New file no. ITC-214-19970214-00091</p> <p>(Old file no. ITC-97-093)</p>	<p>ITC-T/C-20020228-00141</p>	<p>(i) Comcast MO Telecommunications corp.</p> <p>(ii) Comcast of Georgia, Inc.</p>
<p>(i) MediaOne Telecommunications corp.</p> <p>(ii) MediaOne of Colorado, Inc.<sup>8</sup></p> <p>Note: authorization ITC-214-19970214-00088 was jointly held by these two authorized entities</p>	<p>New file no. ITC-214-19970214-00088</p> <p>(Old file no. ITC-97-395)</p>	<p>ITC-T/C-20020228-00142</p>	<p>(i) Comcast MO Telecommunications corp.</p> <p>(ii) Comcast of Georgia, Inc.</p>

<sup>7</sup> The MO&O erroneously lists MediaOne Business Services, Inc. as one of the joint authorized entities for both file nos. ITC-214-19970214-00091 and ITC-214-19970214-00088. However, as explained in the parties' amended application, MediaOne Business Services, Inc. had been merged, prior to the AT&T-Comcast merger, into its then-parent MediaOne of Colorado, Inc., a Colorado corporation. This was *aproforma* merger with no change in the ultimate control of the authorized entity. *In re AT&T Corporation, Transferor, and AT&T Comcast Corporation, Transferee, Amendment to the Application for Authority Pursuant to Section 214 of the Communications Act of 1934, as amended, for Transfer of Control of Authorizations to Provide International Resole Communications Services* (filed Mar. 26, 2002) at 4-5. The entity, now called Comcast of Georgia, Inc., remains incorporated in Colorado.

<sup>8</sup> See *supra* note 7.

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Should you need any additional information regarding any of the above, please do not hesitate to contact the undersigned.

Sincerely yours,



Danielle Frappier

cc: Susan O'Connell, International Bureau, FCC  
William Dever, Wireline Competition Bureau, FCC