



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

October 21, 2005

Re: 05-192

Dear Ms Dortch:

On October 20, 2005, Doron Gorshein, President and CEO of The America Channel, LLC and Kathleen Wallman, Counsel to The America Channel, met with the Federal Communications Commission officials listed below concerning the proposed transaction involving Comcast, Time Warner and Adelphia.

The America Channel updated the Commission on recent events related to the proposed transaction, including the recent cable hearing at the Senate Judiciary Subcommittee on Antitrust. The America Channel reported that it has already secured distribution relationships with roughly 75% of the projected telco video space – including Verizon and SBC; and that it is in productive discussions with both satellite providers.

In contrast, The America Channel reported that it has been able to make virtually no progress securing access with the two dominant cable operators. The America Channel explained that one reason for this is that cable operators are vertically integrated – they own channels. The telcos do not. This is relevant because an independent channel is a direct competitor to a cable-affiliated channel on several fronts -- For viewers, ad dollars, technical capacity, and the asset value is independently owned. New independent channels, typically free to the cable operator for several years, also create downward pricing pressure on affiliated channels.

The America Channel reviewed with the Commission its previous filings in this docket, calling particular attention to the ways in which Comcast and Time Warner have an impact on the market for distribution of programming that exceeds some measures of market power.

The Commission requested more information on certain potential adverse effects including with respect to the viability of independent programmers. The America Channel agreed to provide such information promptly.

Very truly yours,

//signed//

Kathleen Wallman
Counsel

Attendees:

Patrick Weber
Neil Dellar
Julie Salovaara
Marcia Glauberman
Erin Dozier
Royce Sherlock
Leslie Marx
Sarah Whitesell
Jamila Bess Johnson
Daniel Shiman
Thomas Horan
Wayne T. McKee
Jim Bird
Ann Bushmiller
William Johnson
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