

Before the
FEDERAL COMMUNICATIONS COMMISSION
WASHINGTON, DC 20554

In the Matter of)
Applications for the Consent to the Assignment)
and/or Transfer of Control of Licenses)
)
Adelphia Communications Corporation (and subsidiaries,)
debtors-in-possession))
 Assignors)
 To)
Time Warner Cable Inc. (subsidiaries))
 Assignees)
)
Adelphia Communications Corporation (and subsidiaries,)
debtors-in-possession))
 Assignors)
 To)
Comcast Corporation (subsidiaries))
 Assignees and Transferees)
)
Comcast Corporation)
 Transferor)
 To)
Time Warner Inc.)
 Transferee)
)
Time Warner Inc.)
 Transferor)
 To)
Comcast Corporation)
 Transferee)

MB Docket No. 05-192

**MOTION TO HOLD IN ABEYANCE OF
FREE PRESS, CENTER FOR CREATIVE VOICES IN MEDIA, OFFICE OF
COMMUNICATION OF THE UNITED CHURCH OF CHRIST, INC., U.S. PUBLIC INTEREST
RESEARCH GROUP, CENTER FOR DIGITAL DEMOCRACY, CCTV CENTER FOR MEDIA
& DEMOCRACY, MEDIA ALLIANCE, NATIONAL HISPANIC MEDIA COALITION, THE
BENTON FOUNDATION, AND RECLAIM THE MEDIA**

According to recent press reports, Susquehanna Media Co. (Susquehanna) has entered into an arrangement to sell its cable systems to Comcast Corp. (Comcast). Because this new transaction bears strongly on the regional concentration issues raised in the above captioned transaction, Free Press, *et al.* request that the Commission hold the above captioned proceeding in abeyance pending

filing of applications and review of the proposed transfer of licenses from Susquehanna to Comcast.

ARGUMENT

An old adage advises that one can boil a frog by putting a frog in water and slowly raising the heat until the water boils and the frog dies. Comcast has apparently found a similar way to create a cable monopoly throughout the Northeast -- acquire systems in separate transactions so that each transaction creates only a marginal increase in regional concentration capable of surviving scrutiny if viewed in isolation. Rather than let Comcast boil the subscriber "frog," the Commission should hold the above captioned transaction in abeyance until it receives applications for the proposed Susquehanna transfer and can review both together.

The proposed transfer of licenses between Comcast, Adelphia and Time Warner has raised significant concerns with regard to regional clustering. *See generally* Comments of Free Press, *et al.*, Comments of the America Channel, Reply Comments of NATOA, *et al.*, Reply Comments of Consumers Unions and Consumer Federation of America. The proposed new transaction between Susquehanna and Comcast would add 230,000 additional subscribers to Comcast in the North East.¹ According to the Wall Street Journal, these systems operate "in several markets adjacent to Comcast's." Sarah McBride, "Susquehanna to Sell Radio Stations to Group Led by Cumulus," Wall St. J. A6 (October 31, 2005).

The new transaction, if permitted, would further increase regional concentration in the Northeast outside of New York City. At the same time, the comparatively small size of the proposed

¹Although the press reports speak of Comcast holding a 30% interest in Susquehanna's cable holdings as a result of its acquisition of Lenfest in 2000, Comcast does not include the 230,000 subscribers held by Susquehanna in the Application filed in this proceeding. *See Applications and Public Interest Statement Appendix Z.*

Susquehanna transaction makes searching review less likely if the Commission reviews that transaction in isolation. If the current transaction is approved before consideration of the new proposed transaction, Comcast will undoubtedly argue that the “modest” increase in regional and national concentration as a result of adding the Susquehanna systems will have little impact on cable markets as a whole. Indeed, Comcast has already argued that its national and regional concentration following its acquisition of AT&T Broadband is so great that the “modest” incremental increase in concentration from the pending transaction should not matter. *Comcast Reply Comments* at 29.

The Commission must not allow Comcast to break its acquisition of Northeast cable systems into increments small enough to evade effective review. The Commission has received numerous comments demonstrating the real danger posed by permitting further regional consolidation by Comcast. The Commission can only provide meaningful review of these dangers by considering the proposed consolidation of the majority of the Northeast United States under the control of the nation’s largest cable operator by reviewing these proposed transactions together.

CONCLUSION

WHEREFORE, Free Press, *et al.* request that the Commission hold the above captioned proceeding in abeyance pending receipt of the applications in the proposed transfer of systems from Susquehanna Media Co. to Comcast Corp., and consideration of those applications in conjunction with consideration of this proceeding.

Respectfully submitted,

/s/

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October 31, 2005

CERTIFICATE OF SERVICE

I, Harold Feld, do hereby certify that on October 31, 2005, I caused a copy of the above *Motion to Hold In Abeyance* to be served by first class mail, postage prepaid, on the following:

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