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Comcast Corporation
2001 Pennsylvania Ave., NW
Suite 500
Washington, DC 20006
202.379.7100 Tel
202.466.7718 Fax
www.comcast.com

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Ms. Marlene Dortch
Secretary

Federal Communications Commission
445 12th Street, S.W.
Room TWB204
Washington, DC 20554

Federal Communications Commission
Office of Secretary

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Re: Ex Parte Presentation in MB Docket No. 05-192, Applications for Consent to the Assignment and/or Transfer of Control of Licenses, Adelphia Communications Corporation, Assignors, to Time Warner Cable Inc., Assignees; Adelphia Communications Corporation, Assignors and Transferors, to Comcast Corporation, Assignees and Transferees; Comcast Corporation, Transferor, to Time Warner Inc., Transferee; Time Warner Inc., Transferor, to Comcast Corporation, Transferee

Dear Ms. Dortch:

On November 14 and 17, 2005, representatives of Comcast Corporation ("Comcast") made two presentations to the FCC staff providing additional detailed information regarding the substantial public interest benefits that will result from the license transfers and assignments for which Comcast seeks the Commission's approval in the above-captioned proceeding (the "Transactions").¹ The first of these presentations focused on the improved local programming and customer service, and increased community involvement, that Comcast will bring to communities currently served by Adelphia Communications Corp. ("Adelphia"). The second presentation addressed the variety of new and improved advanced services that Comcast will offer to Adelphia subscribers following approval of the Transactions. What follows is a detailed discussion of the public interest benefits described in each of the presentations. As demonstrated herein, these benefits are tangible, substantial, and quantifiable.²

¹ *Ex Parte* Presentations of Comcast Corporation, MB Docket No. 05-192 (Nov. 15, 2005 & Nov. 18, 2005).

² Pursuant to the Protective Order adopted in this proceeding, Comcast is submitting this presentation in redacted form. Order Adopting Protective Order, MB Docket No. 05-192 (rel. June 16, 2005). The presentation contains proprietary and confidential information. In accordance with the Protective Order, Comcast also will file an unredacted version of the presentation with the Secretary's Office under separate cover, with two copies delivered to Julie Salovaara of the Media Bureau. The unredacted version of this presentation is available for inspection, pursuant to the terms of the Protective Order, at the offices of Wiley Rein & Fielding LLP. Arrangements for inspection may be made by contacting Martha Heller (202.719.3234) or

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List A B C D E

Comcast, along with Time Warner Inc. (“Time Warner”), seeks to acquire licenses now held by Adelphia through a series of agreements among the three companies.³ In FCC merger proceedings, applicants frequently point to economic efficiencies as the primary benefit of their proposed deals. Although substantial efficiencies will occur as a result of the proposed Transactions, the greatest public interest benefit will be the accelerated rollout of an expanded range of advanced services to existing and potential customers in the current Adelphia areas. Specifically, Comcast plans to either launch or make substantial upgrades—at a much faster pace than Adelphia would be able to achieve on its own—to the following services: Internet Protocol (“IP”) telephony, video on demand (“VOD”), digital cable, broadband high-speed data (“HSD”), high-definition television (“HDTV”), digital video recorders (“DVRs”), and wireless services.

The extensive changes that Comcast will make to the Adelphia systems require a significant investment—Comcast has estimated that nearly \$ _____ will be needed to upgrade the Adelphia systems and maintain them at Comcast standards. Even the Adelphia systems that are at 750 MHz and that Adelphia considers to be “upgraded” will need significant investment to bring them up to the high standards that Comcast requires for reliable delivery of advanced services. Comcast projects that this investment will be needed based on its actual experience with systems it previously acquired from Adelphia. Those systems required significant expenditures, even though Adelphia had considered them to be completely upgraded at the time of the sale.

Comcast’s commitment to bring a much higher level of service to the Adelphia subscribers is substantiated by its proven track record. In 2002, Comcast acquired the AT&T Broadband cable systems. At that time, those systems lagged substantially behind Comcast’s existing systems with respect to infrastructure, advanced services, and customer satisfaction. As described below, Comcast moved quickly to bring its newly acquired systems up to its standards. It invested billions of dollars in the systems, upgraded them, and deployed a range of advanced services—all more quickly than even its own aggressive timetable had required. To illustrate Comcast’s ability to provide advanced services to the Adelphia subscribers at a fast pace, included below is a detailed description of three systems Comcast acquired from AT&T Broadband, and how Comcast upgraded them and rolled out advanced services even faster than it had originally promised. These examples provide quantifiable evidence of Comcast’s expertise in upgrading cable systems. They also support Comcast’s commitment in this proceeding to invest in the Adelphia systems to expand and improve the services the former Adelphia subscribers will receive. Also described herein are the

Nia McDonald (202.719.4633), Wiley Rein & Fielding LLP, 1776 Street NW, Washington, DC 20006.

³ *Adelphia Communications Corporation, Debtor-in-Possession, Time Warner, Inc. and Comcast Corporation Seek Approval to Transfer Control and/or Assign FCC Authorizations and Licenses*, Public Notice, 20 FCC Rcd. 10051 (2005).

benefits that will flow to consumers as a result of Comcast's superior operational, marketing, and troubleshooting experience, its extensive financial resources, and its seasoned management.

In sharp contrast, Adelphia has been mired in bankruptcy for more than three years. After a long and arduous auction process that lasted approximately one year, Adelphia determined that the best option to emerge from bankruptcy and maximize the value of its assets for innocent creditors was to sell its cable systems to Comcast and Time Warner. Both the bankruptcy court and Adelphia's creditors have agreed with this conclusion by supporting the sale. Because the Adelphia systems are in the process of emerging from bankruptcy, they are being managed primarily for sale and thus are being run in a far less growth-oriented manner than the Comcast systems. As a result, Adelphia has lagged behind Comcast and Time Warner in the provision of advanced services, and the outlook for Adelphia to provide its subscribers with new and improved advanced services has worsened. For example, as detailed below, Adelphia has decided not to pursue IP phone service at all and has a much less robust VOD offering than Comcast.⁴

In addition, Comcast will bring significant local programming and local community service benefits to the Adelphia markets. To demonstrate this point, the attachment to this letter compares Comcast's unique local programming and local community involvement in three systems with that of three proximate Adelphia systems that Comcast will acquire through the Transactions. Finally, this letter describes Comcast's effort to continually improve customer service and Comcast's plan to bring that level of service (including rapid and effective emergency response, system reliability, and public safety capabilities) to each of the Adelphia systems it will acquire.

I. COMCAST WILL INTRODUCE BETTER TECHNOLOGY AND MORE ADVANCED SERVICES IN THE ADELPHIA SYSTEMS

A. Comcast Plans To Make Substantial Investments In Order To Upgrade The Adelphia Systems To Comcast's Standards

Comcast has estimated that nearly \$ _____ must be invested in the current Adelphia systems in order to deliver new and advanced services to subscribers and to maintain these systems at Comcast standards. A breakdown of this estimate is reflected in the following chart:

Service	Estimated investment ⁵
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⁴ Joyzelle Davis, *Stripping Adelphia Down to the Bare Wire: Bankruptcy, Impending Sale Forces Company to Scrap Plan to Offer Internet Phone Service*, Rocky Mountain News, Oct. 19, 2005.

⁵ These estimates are subject to refinement as Comcast gains a more precise understanding of the state of Adelphia systems post-Transactions.

Service	Estimated investment ⁵
Upgrades	\$ _____
Internet telephony	\$ _____
Digital simulcasting	\$ _____
VOD	\$ _____
Total	\$ _____

The vast majority of these expenditures would be for upgrades and system improvements that are not currently planned by Adelphia management. In particular, as noted above, Adelphia has decided to cancel its launch of Internet telephony, and it currently has no firm plans to roll out digital simulcasting.⁶ Moreover, the vast majority of Comcast's \$ _____ upgrade estimate is for "upgrade revisits"—or additional work that must be completed on systems that Adelphia already considers to be upgraded, but that do not meet Comcast's standards for advanced services delivery.⁷

The upgrade revisits estimate was derived from Comcast's previous experience with Adelphia systems. For example, when Comcast acquired Adelphia's Montgomery County, Pennsylvania system in 2000, it had to make substantial additional expenditures, even though the system already had been upgraded to 750 MHz. Specifically, Comcast had to upgrade the systems in order to ensure that there was correct spacing of the system amplifiers and to improve taps for transport lines to subscribers' homes. These upgrades were necessary to ensure that system signal levels were functioning correctly. In addition, Comcast incurred substantial costs from interconnecting the Montgomery County system to adjacent systems and to its national backbone, thereby promoting efficient delivery of advanced services. As a result of the significant investment Comcast made in the system, it was able to offer a plethora of advanced services that would have been unavailable to the former Adelphia subscribers, including VOD, HDTV, DVR service, and Internet telephony. In addition, Comcast increased the number of digital channels available from 129 to more than 200.

Comcast derived its \$ _____ upgrade revisit estimate from the assumption that it will incur similar costs for each of the Adelphia systems it acquires through the instant Transactions. Specifically, Comcast has estimated that approximately one-third of the Adelphia operating plant will need to be further upgraded to bring

⁶ See Sections II.1, II.3, *infra*, and *see n.17 infra*.

⁷ Specifically, Comcast has estimated that it would spend approximately \$ _____ in upgrade revisits. Additionally, it plans to spend slightly under \$ _____ to upgrade certain Adelphia systems to 750 MHz.

it up to Comcast design and construction specifications, at a cost of approximately \$ _____ per mile. Comcast also has estimated that it will incur interconnection costs on the Adelphia systems amounting to approximately \$ _____ per mile. These further upgrades will enhance substantially the overall experience of the current Adelphia subscribers with their cable service. In particular, customers will receive greater signal strength, which will improve their viewing experience. The spacing improvements and interconnections will offer subscribers a more efficient network with fewer outages as well as greater access to local and regional programming. Comcast anticipates that these upgrade revisits _____.

As described in more detail in the following sections, the end result of this considerable investment in the Adelphia systems will be that current Adelphia subscribers will have access to a wider range of more sophisticated advanced services more quickly than would otherwise be the case. As the investment community has recognized, the Adelphia systems “will be significantly improved by Comcast and Time Warner through plant upgrades, launching new services such as telephony and VOD, improving customer service and marketing efforts and offering advanced set-top boxes with the latest guides, all digital channel offerings, PVR capability and more robust HDTV services.”⁸

B. Comcast Will Introduce Adelphia Customers To A Wide Array Of Advanced Services

While Adelphia has lagged behind Comcast in supplying customers with advanced services, Comcast is a proven industry leader. Within months of the proposed license transfers, former Adelphia customers in new Comcast areas will see a number of substantial enhancements in their advanced services. As described in detail below, some of these services currently are unavailable to Adelphia customers; for the others, Comcast will offer subscribers far more features and significantly better quality.

1. Internet Protocol (IP) Phone Service

Adelphia currently has no commercial IP phone service and has cancelled its plans to launch such a service. Comcast, on the other hand, continues to make the rollout of IP Phone service (which it calls “Comcast Digital Voice” or “CDV”) to all of its subscribers one of its highest priorities.

Comcast already offers IP telephony to 12 million households in 25 markets.⁹ By the end of 2005, Comcast projects that the service will be available to 15 million

⁸ Deutsche Bank, Global Equity Research, *Adelphia Deal: Adelphia Sale Finally Announced* at 2 (April 22, 2005).

⁹ These markets include: _____

homes, and it plans to expand its CDV footprint substantially in 2006. Comcast projects that it will have approximately _____ to _____ CDV customers by year-end 2005 and approximately _____ by the end of 2006.¹⁰

CDV service offers a full slate of traditional telephony features, including unlimited local and domestic long distance, international calling, a voice portal, E911, operator services, and directory assistance. Moreover, CDV relies on Comcast's high-speed data network, rather than the public Internet, to ensure voice quality and reliability and to deliver features that rival or surpass traditional circuit-switched phone service. As this new competitive alternative becomes established, Comcast intends to offer such innovations as caller ID on the TV, voice activated dialing, video phone service, unified messaging, and anywhere account access.

In sharp contrast, Adelphia does not currently offer a facilities-based, voice communications service commercially to any of its customers. Even more telling, the company recently made a business decision to cancel all IP phone service launches.¹¹ During the bankruptcy process, Adelphia has experienced an erosion of its basic subscribers and issues with employee retention. Adelphia's management believes that a commitment of its limited resources at this time to the rollout of IP phone service, a particularly complex and difficult service to deploy, may have a negative impact on its provision of its core video services and thereby result in further erosion of its basic subscriber numbers. Given the business imperatives associated with moving Adelphia out of bankruptcy, including its obligation to maintain its assets during this period, and the operational disruption associated with launching a major new service, Adelphia has determined that it just is not commercially reasonable for it to launch IP phone service at this time.

Comcast has estimated that it will spend approximately \$_____ to provide CDV to the Adelphia subscribers it will acquire through the Transactions. Specifically, in order to make the Adelphia networks voice-ready, Comcast will need to upgrade system infrastructure by installing monitors for all stand-by power supplies (in the event that the power goes down), installing monitors for traffic return paths to ensure that they adequately handle additional traffic, and engaging in noise mitigation procedures to ensure that unacceptable noise will be eliminated from IP phone lines. These expenditures necessarily will vary by

¹⁰ In addition to its CDV customers, Comcast also provides circuit-switched telephony in 18 markets to approximately 1.1 million subscribers. These markets are: (1) Los Angeles, CA; (2) San Francisco Bay Area, CA; (3) Denver, CO; (4) Hartford, CT; (5) Jacksonville, FL; (6) South Florida (Miami/Pompano); (7) Atlanta, GA; (8) Chicago, IL; (9) Boston, MA; (10) Detroit, MI; (11) Twin Cities, MN; (12) Portland, OR; (13) Pittsburgh, PA; (14) Dallas, TX; (15) Salt Lake City, UT; (16) Alexandria, VA; (17) Richmond, VA; and (18) Seattle, WA.

¹¹ *Stripping Adelphia Down to the Bare Wire*, supra n.4.

system, depending on how well each individual Adelphia system has been maintained. Comcast plans to _____

2. Video On Demand

Comcast is indisputably the industry leader in rolling out VOD. All but a handful of Comcast digital cable subscribers automatically have access to Comcast ON DEMAND and the enormous content library that comes with it. With up to 3,800 programs currently being offered, and many more to come, Comcast's library is already the largest VOD library available. As a result, Comcast has the most popular VOD service in the United States, used twice as often as the next closest MVPD's VOD service. Comcast far outpaces Adelphia in access to VOD, the variety and magnitude of its content library, and the popularity of its VOD offerings.

Comcast has made the availability of VOD to consumers a much higher priority than has Adelphia. While Comcast offers VOD service to nearly 90 percent of the homes where its service is available, Adelphia currently makes VOD service available to only 60 percent of its homes passed. In addition, Comcast is the only provider that offers the vast majority of its extensive VOD content library at no additional charge. In fact, access to 95 percent of Comcast's VOD content is included in the monthly digital subscription price. By comparison, Adelphia only offers approximately 20 to 25 percent of its VOD content as part of the monthly digital subscription price.

Comcast is rolling out VOD services to its customers at an incredibly rapid pace and strives to offer its customers the most extensive content library possible. Comcast now offers 2,500 to 3,000 hours of ON DEMAND content on average per month. In addition, it has formed pioneering partnerships with content providers to bring Comcast subscribers a diverse selection of VOD options. For example, in July 2005, Comcast put together the largest VOD agreement to date when it purchased from Starz/Encore the rights to 1,500 movies per year.¹² It also recently joined with Sony to buy MGM in a deal that allows Comcast to add Sony and MGM movies to its VOD library.¹³ With these agreements in place, Comcast projects that the size of its VOD library eventually will grow to 20,000 hours. In sharp contrast, Adelphia subscribers have access to only 1,400 to 1,500 hours of VOD programming on average per month.

The following list provides just a few examples of the variety of programming currently available in Comcast's VOD library:

¹² *Comcast, Starz Ink VOD Mega-Pact*, Multichannel News, June 28, 2005.

¹³ *Linda Moss, Shell: Sony Gives Us an Edge*, Multichannel News, Feb. 14, 2005.

- **Movies:** Comcast offers the largest on-demand movie selection available. In October 2005, Comcast added another 250 movies per month to its existing library, allowing customers to access 800 movies each month. Subscribers may access new releases for a price lower than a DVD rental, and hundreds of older films are free. Included in the huge library of free options are classics from Turner Classic Movies (such as “The Philadelphia Story”), independent films from the Sundance Channel (such as “Seeing Other People”), and films in HD (such as “Lawrence of Arabia”).
- **International and Multicultural Programming:** Comcast also provides an extensive selection of international and multicultural programming. For example, ON DEMAND features more than 100 hours of free Spanish-language content, including “Gratis en Español,” Fox Sports En Español, and Azteca On Demand.
- **Sports:** Comcast offers VOD customers a unique package of NFL game highlights (“NFL Replay”) along with other NFL Network programming and content from the NFL Films Library. In addition, Comcast offers a full slate of VOD sports and fitness programming, including Speed Channel, Golf Channel, Outdoor Life Network, and small conference college and high school sports games, as well as programs that appeal to NASCAR fans, lacrosse fans, and sailing enthusiasts.
- **Children’s Options:** Comcast recently partnered with PBS Kids to launch PBS Kids Sprout, the first round-the-clock television network for preschoolers. Its content library is also available on VOD. Parents of preschool-age children can also select among episodes of “Preschool Power,” “Brainy Baby,” “Baby Bumblebee,” “So Smart,” “Sesame Street,” and “Bob the Builder,” among many others. In addition, Comcast offers an extensive array of programming geared toward older children, including a selection of Discovery Kids series, and is the only cable provider to offer Noggin ON DEMAND and Nickelodeon ON DEMAND.
- **News and Information:** Comcast customers have a large array of news and informational programming available at their fingertips. Comcast’s VOD offerings include programs from CNN, the Travel Channel, the History Channel, Discovery Health, and the Science Channel.
- **Lifestyle Programming:** Comcast ON DEMAND also offers content from many lifestyle channels, including The Food Network, HGTV, and Fine Living. Comcast also offers on-demand parenting programs such as “Fitness 4 Kids.”
- **Innovative Options:** Comcast is continuously seeking ways to further improve its VOD service. A new service known as “Select On Demand” is designed as an incubator for new programming content. Select On

Demand includes 15 new virtual VOD channels, each a collection of original programming organized by particular themes. For example, “Wheels and Wings” is focused on content for car enthusiasts, while “Anime Selects” offers Japanese animation. Through Select On Demand, Comcast provides consumers with access to programming that may be too narrow in its appeal to warrant creation of a traditional linear network. Thus, Select On Demand gives creative start-up programmers an opportunity to gain exposure and build an audience.

- **Broadcast Programming:** Starting in January 2006, Comcast, in partnership with CBS, will offer four CBS prime-time shows—“CSI,” “NCIS,” “Survivor,” and “The Amazing Race”—to its digital-cable customers on demand for 99 cents per episode within hours after the programs’ original broadcasts. The partnership is the first offering by a broadcast network of its most coveted primetime programming to cable VOD customers.¹⁴
- **Local Programming:** Finally, as described in more detail below, Comcast offers its customers a rich array of local VOD offerings.¹⁵ Adelphia does not provide local VOD programming to its customers.

What is more, Comcast is beating even its own aggressive projections regarding the consumer appeal of its VOD services. At the beginning of 2005, Comcast projected that its customers would order 1 billion VOD programs during the year. Customers hit the 1 billion mark in mid-October, leading Comcast to increase its projection for yearend 2005 to 1.5 billion views. Comcast now is streaming _____ VOD shows per month. The next closest MVPD streams 75 million VOD shows per month, and Adelphia streams only approximately _____ shows per month.

The following chart summarizes the dramatic differences between Comcast’s and Adelphia’s VOD offerings:

¹⁴ See, e.g., Matt Stump, *Comcast, CBS Hook Up in VOD Pact*, Multichannel News, Nov. 7, 2005.

¹⁵ See Section II.1, *infra*.

Comparison of Comcast's and Adelphia's VOD Offerings		
	Comcast	Adelphia
Percentage of Homes Passed	≈90%	60%
Percentage of VOD at No Additional Charge	95%	≈20-25%
Total Hours Available On Average Per Month	2,500-3,000	1,400-1,500
Local Programming on VOD	Yes	No
Streams Per Month	_____	_____ ¹⁶

Comcast estimates that it will spend approximately \$ _____, or _____ per VOD content stream, just to make VOD service available to the 40 percent of Adelphia subscribers who do not currently have the service. This is true even where those Adelphia subscribers are served by a digital system upgraded to 750 MHz. In particular, this expenditure would go toward the provision of VOD servers, the required transport between those servers and the premises, and the equipment needed to sense transmission requests from consumers' set-top boxes.

3. Digital Cable

Comcast has been an industry leader in the transition to digital service and is unmatched by Adelphia in the pace of its digital rollout. By the end of 2005, Comcast plans to offer approximately three-quarters of its customers an "all-digital" option, delivering its entire channel line-up in digital form to digital set-top boxes through the use of digital simulcasting. By contrast, Adelphia does not currently provide digital simulcasting to a substantial portion of its customers.¹⁷

Digital simulcasting facilitates a controlled transition to an "all-digital" cable service.¹⁸ The service duplicates the entire analog channel lineup in digital, while

¹⁶ This equates to about ___ VOD streams per month per Comcast digital customer, and about ___ VOD streams per month per Adelphia digital customer.

¹⁷ Adelphia currently is offering digital simulcasting to portions of its Los Angeles market and currently expects to launch digital simulcasting in the remainder of its Los Angeles market as well as certain additional limited markets by 2006.

¹⁸ See *Ex Parte* Presentation of Comcast Corporation, CS Docket No. 98-120 (Feb. 3, 2005) for a more complete description of digital simulcasting.

at the same time continuing to provide those same channels in analog format. By duplicating the analog portion of the channel lineup digitally, Comcast will be able to deliver a better television viewing experience to digital cable subscribers through a higher quality picture and improved sound. Moreover, as a result of the rollout of simulcasting, customers will gain the option of subscribing to Comcast Enhanced Cable. For just a few dollars more than a basic cable subscription, Enhanced Cable will include a subset of the digital channels and VOD programming currently available only with the more costly Comcast Digital package. At the same time, Comcast will ease the transition for customers by continuing the analog feed for those who use today's cable-ready display devices without a digital set-top box.¹⁹ Finally, the rollout of this service will allow for a range of technical innovations by eliminating the need for analog encryption devices in set-top boxes.

Comcast will need to invest an estimated \$ _____ in order to launch digital services on the Adelphia systems it will acquire through the Transactions. A relatively small portion of this expenditure would go toward upgrading the infrastructure of the relevant systems for digital simulcasting by placing all of the digital streams onto Comcast's hybrid fiber-coax network and enabling advertisements to be inserted into the digital stream. The vast majority of this estimated expenditure would be for Comcast's purchase of digital set-top boxes, which will cost the company approximately \$ _____ each. This estimate further assumes that each household has an average of approximately 1.5 television sets that will require digital set-top boxes. To minimize the disruption to existing Adelphia customers, Comcast intends to install digital converters on a controlled basis extending over several years.

4. Broadband HSD

Comcast has demonstrated its leadership in providing high-speed data service. Comcast's 8.1 million high-speed service subscribers can enjoy broadband speeds of up to 8 Mbps downstream and 768 Kbps upstream, or 100 times the speed of ordinary dial-up service. In contrast, the vast majority of Adelphia's current high-speed data subscribers (more than 1.5 million of its 1.6 million HSD subscribers) have a service that is slower than Comcast's—4 Mbps downstream and 384 Kbps upstream.

In addition, Comcast's customer portal, re-launched in 2003, has become the most frequently used broadband portal in the United States. In keeping with its commitment to expand and improve its services, Comcast has already added 30

¹⁹ Right now, Comcast Digital Cable offers customers the opportunity to enjoy more than 250 channels, including dozens of commercial-free music and premium movie channels. Comcast's digital service also includes an interactive, on-screen program guide and remote control that allows viewers to quickly and easily choose programs and movies by category or channel, as well as use parental control features to help prevent children from viewing inappropriate programs. Current Adelphia subscribers will also reap the benefit of these extensive offerings.

new built-for-broadband features to its Internet service, including video mail, a digital photo suite, a kids' channel, games on demand, fantasy football, a stock watch list, expanded streaming audio, a Comcast Latino homepage option, and video downloads. Adelphia does not offer a comparable portal service.

5. High-Definition Television

Comcast's leadership in the provision of HD services and broadcast multicast programming similarly will redound to the benefit of Adelphia customers. Comcast offers a broad range of HD programming. Ninety-four percent of Comcast customers currently have as many as fifteen HD channels available to them. These numbers have increased significantly in the last four years. For example, in 2001, HD service was available to only approximately 15 percent of Comcast customers, who then had access to only five HD channels. As a result of these compelling offerings, Comcast experienced a nearly 150 percent increase in HD subscribers between January 2004 and January 2005. In comparison, Adelphia only launched HDTV in the second half of 2003—two years after Comcast. Today, only 82 percent of Adelphia's total homes passed have HDTV available to them.

6. Digital Video Recorders

DVR service allows customers to enjoy what they want to watch, when they want to watch it, from linear networks. Specifically, customers can: record programs digitally, without bulky tapes; pause and rewind live television broadcasts; record multiple episodes of their favorite shows and build a customized list of recordings; record and watch HD programming; simultaneously record two channels; and watch a live television show while recording another. Comcast will be able to make more robust DVR services available to more Adelphia subscribers in a faster time frame.

Only two years after Comcast launched its DVR service, it became available in all Comcast markets. Comcast now has more than 1.1 million DVR subscribers. Comcast's DVR service currently enables consumers to record more than 80 hours of analog programming and up to 20 hours of more bandwidth-intensive HD programming. A growing number of Comcast DVRs also offer dual tuners to allow a subscriber to record two programs simultaneously.

In addition, Comcast and TiVo Inc. have entered into a pioneering enterprise to make the TiVo® service widely available to Comcast customers.²⁰ The new service, which will feature a version of the TiVo service on Comcast's current primary DVR platform, is expected to be available in a majority of Comcast markets in mid-to-late 2006. This partnership will provide millions of Comcast customers with the opportunity to choose the TiVo service, including TiVo's award-winning user interface and features like Season Pass™ and WishList™ as

²⁰ Steve Donohue, *TiVo's Costly Sub Drive*, Multichannel News, Aug. 29, 2005.

additional options. The service also will showcase TiVo's home networking, multimedia, and broadband capabilities.

By contrast, as of September 2005, only 88 percent of Adelphia's homes passed had the option to obtain DVR service, and Adelphia only has 259,876 DVR subscribers. Such innovative features as the TiVo option are not available to Adelphia subscribers. Providing Adelphia's customers with Comcast's more extensive DVR service will be another important benefit of the proposed Transactions.

7. Landmark Cable/Wireless Joint Venture

Comcast recently entered into a joint venture with Sprint Nextel, Time Warner Cable, Cox, and Advance/Newhouse Communications that will accelerate the convergence of video entertainment, wireline, and wireless data and communications products and services. Notably, Adelphia is not a party to this joint venture, and it has no plans either to join this venture or to offer any wireless services to its customers.

Beginning in 2006, the companies in the joint venture plan to offer consumers access to the expanded "Quadruple Play" (a four-element bundle of video, voice, high-speed Internet, and wireless), as well as any combination of those services that a consumer desires.²¹ The venture also will serve growing consumer demand for a wireless "third screen" beyond TV and computer screens. Through a new co-branded wireless device, Comcast and its cable partners will dramatically extend the in-home entertainment experience and revolutionize the out-of-home experience. The wireless devices will offer customers real-time, high-speed mobility and access to entertainment, information, and communications both at home and on the go for maximum flexibility, choice, and control. These next generation wireless devices will enable consumers to:

- Use interactive features like remote programming of home DVRs;
- Have a single voice mailbox that serves both their home and wireless phones;
- Access innovative new calling plans which allow for unlimited calls between home and wireless devices;
- Surf the Internet using the cable Internet portal;
- Send and receive e-mail from a cable high-speed Internet account; and
- Access unique content such as streaming television programming, music, video clips, games, and pre-recorded DVR programs.

²¹ Olga Kharif, *Sprint Nextel's Watershed Deal*, Business Week, Nov. 3, 2005.

The companies in the joint venture also will work to develop converged next-generation products for consumers that combine the best of cable's core products and interactive features with the vast potential of wireless technology to deliver services anywhere, any time. The companies already have agreed to an initial commitment of \$200 million to explore next-generation wireless technology, including new services that could be provided using Sprint's Broadband Radio Service Spectrum. Leveraging the expertise, technical leadership, and customer focus of Sprint and four of the largest, most successful cable and broadband communications companies will provide millions of customers with access to the most advanced integrated entertainment, communications, and wireless products available anywhere in the United States. Bringing all of this to current Adelphia customers is yet another important benefit of the proposed Transactions.

C. Comcast Has the Resources To Provide Advanced Services To Consumers More Quickly And Efficiently Than Adelphia

Comcast has a seasoned management team with a wealth of experience in upgrading technically inferior systems. Comcast also knows how to educate consumers about the complexities of new technology, and it has the financial means to roll out that technology to every customer. Adelphia subscribers will benefit greatly from Comcast's impressive track record in each of these areas.

1. Seasoned Management

As one of the nation's most stable, respected, and technologically advanced cable operators, Comcast unquestionably has the experience and knowledge in its managerial ranks to bring the existing Adelphia systems up to the next level of service. By contrast, the current management team at Adelphia is primarily focused on retaining its existing basic cable subscribers and the enormously complex and labor-intensive task of bringing Adelphia out of bankruptcy. In effect, Adelphia is managing the systems for sale, not growth. Thus, Comcast immediately will be in a position to run the Adelphia systems in a growth-oriented manner that is far more conducive to the deployment of advanced services.

2. History of Rapidly Upgrading Acquired Systems

Comcast has a proven track record of quickly and efficiently upgrading systems that it has acquired from other cable operators. Prior to Comcast's acquisition of AT&T Broadband's cable systems in 2002, the former AT&T Broadband systems were below industry standards and required significant additional investment to complete needed upgrades. Following the acquisition, Comcast spent billions of dollars on system upgrades and met its upgrade commitment well in advance of its own projections. As a result, 93 percent of AT&T Broadband's systems were

upgraded at the end of 2003, compared to only 73 percent at the end of 2002, when Comcast acquired the systems.²²

Comcast's investments in the AT&T Broadband systems, the resulting upgrade of the systems, and the advanced services Comcast made available to consumers all give the Commission a clear indication of what Comcast will do for consumers in the current Adelphia systems. In this sense, Comcast's experience with AT&T Broadband provides the FCC with a quantifiable measure of the types of benefits that will flow from the instant Transactions and the time frame in which those benefits will accrue. Comcast is committed to providing these same types of benefits to consumers in the Adelphia service areas at the same rapid pace as it provided them to the former AT&T Broadband customers. To demonstrate Comcast's success in rapidly upgrading acquired systems, provided below are three examples of the vast improvements Comcast made to the former AT&T Broadband systems.²³

a. San Francisco Bay Area

Since 2002, Comcast has invested \$600 million in rebuilding and upgrading the technical capacity of the former San Francisco Bay area AT&T Broadband systems. Comcast installed more than 11,000 miles of fiber-optic plant; the systems had essentially no upgraded plant prior to the AT&T Broadband acquisition. This investment allowed Comcast to introduce HDTV, VOD, and DVR services, and also to increase the facilities' Internet speeds.

In addition, Comcast has devoted significant resources to improving customer service in the area. AT&T Broadband had used a highly centralized approach to manage its Bay Area cable systems. This management approach proved to be especially inefficient and stymied communication between the operator and customers. Comcast overhauled the operation and management of these systems, decentralized its Bay Area operations, and created five largely autonomous system offices, each with its own local management team. It also established two new local call centers and expanded a third.²⁴ Customer service surveys have shown a marked improvement in subscriber satisfaction.

²² See Comments of Comcast Corporation, MB Docket 04-227, at 24 n.77 (July 23, 2004).

²³ Although the systems Comcast already owned at the time it acquired the AT&T Broadband systems were not providing, at that time, all of the advanced services described herein (indeed, some of these advanced services were not ready for commercial deployment at that time), they were, by and large, upgraded to the point that the provision of such services was possible. The AT&T Broadband systems were not. The critical point here is that Comcast rapidly upgraded the AT&T Broadband systems so that, when new advanced services became available, they could be rolled out quickly.

²⁴ David Whelan, *Comcast to Staff Concord Call Center*, Contra Costa Times, Mar. 13, 2003, at C1 (noting Comcast's announcement that it was adding 300 to 350 new employees to its facility in North Concord, California to answer customer service calls).

The following chart highlights the improvements made to the San Francisco system after the acquisition from AT&T Broadband:

San Francisco Systems Pre-Acquisition and Post-Acquisition		
	Pre-Acquisition	Post-Acquisition
Cable System Capacity (MHz)	Below 550 MHz	85% at 860 MHz
Number of Analog Channels	56	80
Number of Digital Channels	51	139
VOD Availability	No	Yes
Networks in High Definition	None	16
Number of Minority-Oriented Programming Channels	5	9
Number of Foreign Language Programming Channels	4	42
DVR / Set Top Box Functionality	No	Yes
Availability (and Speed) of High-Speed Internet Service	None	Available at speeds of 4 Mbps (to increase to 6 Mbps in 12/2005)
IP Phone Offerings	None	_____

b. Jacksonville, Florida

When Comcast took over management of the Jacksonville, Florida system in November 2002, the company faced a formidable task of rehabilitating a neglected system with a stalled rebuild, strained relations with local franchising officials, and virtually no senior management structure. In the year prior to Comcast's acquisition, the system lost 16,000 subscribers—six percent of its total

subscriber base. The Commission had also investigated the system for signal leakage problems and shut down a hub headend as a result.

Comcast moved quickly to address these challenges. It installed a veteran management team, beefed up customer service support, and invested substantial resources to upgrade the system. As a result of these efforts, the rebuild project was completed ahead of schedule, all signal leakage problems were resolved, customer complaints dropped dramatically (from a high of 1,100 per month under AT&T Broadband to only a handful in recent months) and new products and services were deployed. The latter included more than 150 channels of digital programming (up from 40) and 75 channels of analog programming (up from 50), as well as HDTV and VOD.²⁵

According to Howard Conner, the cable administrator for the City of Jacksonville, "When Comcast took over the system, we saw a noticeable difference right away. The Comcast people were more receptive to talking to us and their customers. Everything they've promised to do they've done, and in some cases they've done it ahead of when they said they would."²⁶

The following chart highlights the improvements made to the Jacksonville system after the acquisition from AT&T Broadband:

Jacksonville System Pre-Acquisition and Post-Acquisition		
	Pre-Acquisition	Post-Acquisition
Cable System Capacity (MHz)	550 MHz	750-860 MHz
Number of Analog Channels	50	75
Number of Digital Channels	40	150+
VOD Availability	No	Yes

²⁵ See, e.g., Mark Basch, *Comcast's New Cable Option Emphasizes 'When You Want It' Viewing*, Times-Union, Jan. 6, 2004 (highlighting Comcast On Demand service in Jacksonville market); Mark Basch, *Changing the Way You View TV*, Times-Union, June 30, 2004 (noting rollout of Comcast's DVR service in Jacksonville market).

²⁶ K.C. Neel, *Jacksonville Says Goodbye to Muzak*, Cable World, May 5, 2003, at 20; see also Beth Davis, *Cable Merger Shows Decline in Complaints*, Jacksonville Bus. J., Jan. 10, 2003 (quoting Howard Conner as saying that the number of customer complaints dropped from more than 2,000 in the summer of 2001 to 50 in December 2002).

Jacksonville System Pre-Acquisition and Post-Acquisition		
	Pre-Acquisition	Post-Acquisition
Networks in High Definition	None	14
Number of Minority-Oriented Programming Channels	3	4
Number of Foreign Language Programming Channels	1	11
DVR / Set Top Box Functionality	No	Yes
Availability (and Speed) of High-Speed Internet Service	Available at speeds of 3-4 Mbps	Available at speeds up to 6 Mbps
IP Phone Offerings	No ²⁷	_____

c. Chicago Area

In November 2004, Comcast completed a \$450 million upgrade of its broadband network in Chicago. This effort included upgrading and constructing more than 10,000 miles of broadband networks. The Chicago systems now offer a full range of broadband products and services, including more than 230 channels of digital programming (up from 75 channels in some systems) and 70 channels of video programming (up from 30 channels in some systems), as well as VOD, HDTV, and DVRs. Comcast also has _____

The following chart highlights the improvements made to the Chicago-area systems after Comcast's acquisition:

²⁷ Circuit-switched landline voice service was available.

Chicago-Area Systems Pre-Acquisition and Post-Acquisition		
	Pre-Acquisition	Post-Acquisition
Cable System Capacity (MHz)	34% of systems at or above 750 MHz	98.6% of systems at or above 750 MHz
Number of Analog Channels	30-70	72-76
Number of Digital Channels	75-200	230+
VOD Availability	No	Yes
Networks in High Definition	None	16
Number of Minority-Oriented Programming Channels	6	11
Number of Foreign Language Programming Channels	4	42
DVR / Set Top Box Functionality	No	Yes
Availability (and Speed) of High-Speed Internet Service	Available at speeds up to 1.5 Mbps	Available at speeds up to 6 Mbps
IP Phone Offerings	No ²⁸	_____

Given its experience with the AT&T Broadband systems, there can be little question that Comcast will bring the Adelphia systems up to its standards in a similarly impressive and timely manner. Indeed, investment analysts have recognized as much:

²⁸ Circuit-switched landline phone service was available.

- In the aftermath of AT&T Broadband, Comcast “successfully . . . accelerat[ed] plant rebuilds, aggressively roll[ed] out high-speed data, improv[ed] the profitability of digital, pay and telephony operations, and improv[ed] customer service.” It was further recognized that these improvements were “tracking ahead of schedule.”²⁹
- Comcast accomplished the “task of integrating the acquired AT&T Broadband systems . . . ahead of its original schedule.”³⁰
- In connection with the proposed deal: “[a]chieving operational upside looks likely based on the Company’s track record of integration success with both AT&T Broadband and Adelphia’s Toms River, NJ assets.”³¹

3. Strategic Marketing

The enhanced regionalization resulting from the Transactions will create marketing efficiencies that are particularly important with respect to the rollout of new services that require aggressive—and expensive—marketing campaigns to educate and attract consumers. In a balkanized landscape, where cable operators serve only relatively small portions of a market, they generally have been forced to rely on more costly, less effective direct marketing approaches to inform consumers about new services.

As a result of the Transactions, consumers will benefit from the Comcast’s increased use of mass media advertising—including television and radio broadcasts, newspapers, and/or signage at professional or college sporting events—to learn about these new service choices. In addition, the improved geographic rationalization resulting from the Transactions will facilitate Comcast’s ability to compete against DBS operators and incumbent local exchange carriers, both of which traditionally have much larger footprints than cable operators and thus have greater ability to mount large-scale marketing campaigns.

In addition, Comcast will have more effective marketing tools at its disposal in the form of more robust service packages. Because Comcast will deploy a wider range of advanced services than Adelphia, it will be able to offer consumers more extensive and varied service packages. For example, unlike Adelphia, Comcast

²⁹ Lehman Brothers, Equity Research, *Comcast Corp (CMSA-§30.36)* at 2 (Sept. 26, 2003).

³⁰ Morgan Stanley, Equity Research, *Comcast Corporation: 2004: Year 2 Following the Merger* at 2 (Jan. 6, 2004).

³¹ Deutsche Bank, Global Equity Research, *Adelphia Deal: Adelphia Sale Finally Announced* at 8 (Apr. 22, 2005).

will be able to provide its customers with service bundles that include IP phone and wireless services.³²

4. Extensive Financial Resources

Because, as noted, Adelphia's cable systems are being managed for sale rather than growth, it simply does not have the financial resources or the business flexibility to devote the same caliber of resources that a more stable operator, such as Comcast, can and would devote to developing and improving services. In addition, Adelphia subscribers will benefit from Comcast's superior access to capital. Among other factors, Comcast is rated as an investment grade company, while Adelphia currently is not. Comcast has the clear financial ability to invest the approximately \$_____ it believes is necessary to upgrade Adelphia's systems without sacrificing or reducing investments in other aspects of its operations.

As one investment analyst explained recently, "[e]verything Adelphia does, it does with a little more weight on its shoulders" because of the bankruptcy and the impending sale, and that Company thus is not able to "operate on all eight cylinders."³³ Consequently, in a number of areas—from advanced services to customer service, technical support, and marketing—consumers will benefit from Comcast's ability to operate without the kinds of restrictions on its financial flexibility to which Adelphia is subjected.

II. ADELPHIA SUBSCRIBERS WILL BENEFIT FROM COMCAST'S EMPHASIS ON SERVING ITS LOCAL COMMUNITIES

In addition to the rich array of new and improved advanced services it will bring to current Adelphia communities, Comcast is far better positioned than Adelphia to provide local programming and to strengthen the local communities in which it operates. These local offerings require a substantial commitment of resources that yields real, substantial, and measurable benefits. Comcast has the resources and focus needed to provide and continually improve high quality local services, unlike Adelphia, which has necessarily focused on emerging from bankruptcy and maintaining core video services. Moreover, Comcast has a demonstrated record of investment in the communities it serves through a wide variety of initiatives and strategic partnerships with community organizations.

1. Local and Regional Programming Services

Comcast is dedicated to providing a wide range of programming that addresses local issues and commits more resources than does Adelphia to this kind of local service. Providing programming responsive to local needs and interests is integral

³² See Section I.B.1, *supra*, at 5-6; Section I.B.7, *supra*, at 12-13.

³³ *Stripping Adelphia Down to the Bare Wire*, *supra* n.4.

to serving local communities. It also gives Comcast the ability to attract and retain customers whose local information needs are less well met by broadcast television. In addition to providing its customers with access to local broadcast stations, PEG, and local origination channels, Comcast has committed extensive resources to gathering and producing a wide range of original local and regional programming, including news, public affairs, sports, and a variety of locally oriented fare. For example:

- **cn8:** cn8 was created by the Eastern Division of Comcast Cable to provide its customers with an information resource that would address local, regional, and national issues, while allowing community members to voice their opinions. With a mix of news, talk, sports, and entertainment programming, cn8 produces 21 original series either on a daily or weekly basis and produces more than 75 hours of original programming per week—more than any non-news network. The network covers portions of 11 television markets from Maine to Virginia, including New York, Philadelphia, Boston, Pittsburgh, Baltimore, Richmond, Hartford-New Haven, Harrisburg, Providence, Springfield, and Salisbury. In its New England markets, cn8 also provides several hours per night of targeted regional programming.³⁴ Combining the high production values of national cable programming with an emphasis on localized interests, cn8 also is one of the nation's most critically acclaimed diversified regional networks. In 2004, cn8 received seven Emmy Awards, bringing its total wins to 28 since the network's inception in 1996.³⁵ In all, cn8 has received 208 Emmy nominations.³⁶ The network also has earned more than 120 Telly Awards honoring outstanding local, regional, and cable programming.³⁷
- **Comcast Local Edition:** In many markets across the country, Comcast produces "Comcast Local Edition" segments providing approximately five minutes of programming every half-hour in most dayparts on the channel carrying CNN Headline News. The segments provide numerous local charities, arts organizations, and other community groups with a critical opportunity to raise awareness about important public causes and events. The segments also are customized so that viewers see programming that is highly tailored to their individual communities. For example, residents of

³⁴ "Nitebeat" features debate and roundtable discussion of New England news and current events and airs for an hour during primetime Monday through Thursday. "New England Newsmakers" airs from 7:30 p.m. to 8 p.m. on Sundays and provides in-depth interviews with New England community leaders as well as local, regional, and state politicians. "Sports Pulse" airs from 10 p.m. to 11 p.m. Monday through Friday and gives viewers a behind-the-scenes look at the players and personalities making headlines in New England professional, college, and high school sports.

³⁵ Mike Reynolds, *8-Year-Old CN8 Won't Stop at 8 Million*, Multichannel News, Oct. 25, 2004.

³⁶ *Id.*

³⁷ The 26th Annual Telly Awards, <http://www.tellyawards.com/winners.php>.

Washington, D.C. and Alexandria, Virginia often will see different segments as well as crossover segments that appeal more broadly across the metropolitan area.

- **Local VOD:** Comcast's VOD service is an especially efficient vehicle to provide customers with local programming. Through VOD, Comcast can offer local programming to subscribers at any time they want to view it, at no additional charge. For these reasons, Comcast either already provides or is in the planning stages of providing local VOD in every one of its markets. The "Our Town" section of Comcast's VOD offering is used by many Comcast systems to specifically address local issues and by local partners to raise awareness and draw attention to key events. Examples of the numerous market-specific options Comcast subscribers can access through "Our Town" include:
 - *Enoch Pratt Free Library Partnership, Baltimore*, through which Comcast Digital Cable customers are able to view the library's "E-Stories," a collection of live-action, multicultural storyteller performances targeted at children and teenagers.
 - *In Their Own Words, Maryland/Delaware Region and Washington, DC Metro Area*, a documentary revisiting the events of D-Day, June 6, 1944, through the eyes and voices of World War II veterans from Maryland. This documentary is now shown to every 11th grade class in Maryland public schools.
 - *Comcast Fish Tales Contest, Pittsburgh*, a showcase of the Fishtale Finalists and the 2005 Citgo Bassmaster Classic Fish Tales Press Conference.
 - *Pet Adoptions, Pittsburgh*, which presents dogs and cats available for adoption through the Animal Friends (No Kill) shelter.
 - *Pittsburgh Arts*, through which the Pittsburgh Civic Light Opera and the University of Pittsburgh present the 2005 Gene Kelly Awards to local high school theaters.

Local Edition segments, local public service announcements,³⁸ and segments on Comcast community involvement initiatives³⁹ often are

³⁸ To give just one example, PSAs aired in connection with the Comcast "Drive, Think, Live" Public Safety Campaign in the Washington, D.C. metro area have been made available on VOD. See "Comcast Launches Public Safety Campaign Throughout The Region To Promote Driver Safety Among Young People, Public Safety Initiative Started In Montgomery County And Will Launch On Comcast Cable Systems Throughout The Entire Washington Metropolitan Area," Comcast, Press Release (February 1, 2005); see also "Comcast To Heavily Rotate Teenage Driver Safety Spots During Prom Season," Comcast Press Release (April 2005).

offered on local VOD. In addition, local news on demand is increasingly being made available to Comcast customers (e.g. Comcast now offers news broadcasts from local ABC and NBC affiliates in many markets).⁴⁰

- **Local Production:** Comcast works with community organizations to provide an impressive range of original local programming. Through its Arlington/Alexandria, Virginia system, for example, Comcast provides nearly 40 regularly scheduled programs that it produces either on its own or in conjunction with local community groups. Some examples include: (1) “*African Vision Network*,” a half-hour discussion and interview program on topics relating to Africa and how they affect Alexandria’s African-American population; (2) “*Alexandria Forum*,” a half-hour panel discussion program on topics relating to Alexandria politics; and (3) “*Maturity*,” a program focusing on issues faced by the elderly population in Northern Virginia. In addition, the system produces and airs coverage of dozens of local events, including local elections, Alexandria’s birthday celebration, coverage of the mayor of Alexandria’s State of the City address, and the Alexandria Chamber of Commerce Technology Achievement Awards.⁴¹

In contrast, with few exceptions, Adelphia systems do not provide anywhere near the level of local programming that Comcast’s systems offer. Some Adelphia systems with a local origination channel provide some locally produced television programs. However, many Adelphia systems have neither a local origination channel nor a local studio, severely constraining their ability to provide local programming. Moreover, Adelphia does not provide local content on its VOD platform.

2. Community Involvement

Comcast is an active and engaged corporate citizen in the communities it serves. Comcast’s management has made community service a priority for all of its systems. In some markets, Comcast annually supports well over 100 local public interest or charitable organizations through either in-kind or monetary donations.⁴²

³⁹ “Student & Leaders,” a 40-part series that Comcast provided in partnership with C-SPAN, is one initiative that consumers can access via VOD.

⁴⁰ See Public Interest Statement, at 40-42, for more information regarding cn8, Comcast Local Edition, and local programming available on Comcast’s VOD system.

⁴¹ See Attachment 1 at 1-4 for a more complete discussion of the locally produced programming available on Comcast’s Arlington/Alexandria system.

⁴² See, e.g., Attachment 1 at 5-7 (noting donation by Arlington, Virginia system to more than 150 organizations in 2004).

A unique example of Comcast's commitment to its communities is Comcast Cares Day. The event is one of the largest single-day corporate volunteer efforts in any industry in the United States. On October 1, 2005, the fifth annual Comcast Cares Day, more than 30,000 Comcast employees and their families volunteered with nearly 300 community organizations in 32 states and the District of Columbia. Among the many projects for which Comcast volunteers and their families voluntarily donated a weekend day this year were the following:

- **Washington, D.C.:** Refurbishing Garnet-Patterson Middle School in the Cardozo/Shaw neighborhood.
- **Washington, D.C. Metropolitan Area:** Landscaping and refurbishing at Silver Spring International Middle School/Sligo Elementary School in Montgomery County, Maryland, Shepard's Cove Homeless Shelter in Prince George's County, Maryland, and George Washington Middle School in Alexandria, Virginia.
- **Baltimore, Maryland:** Painting and landscaping a new playground at the old Memorial Stadium area and beautifying the Paul Laurence Dunbar Middle School.
- **Maryland/Delaware Region:** Renovating Overlea High School in Baltimore County, Maryland, repairing homes with Rebuilding Together in Anne Arundel County, Maryland; improving the Safe Harbor's Women's Shelter in Calvert County, Maryland; and boxing food supplies at the Maryland Food Bank in Wicomico County, Delaware.
- **Salem, Oregon:** Serving breakfast at Family Building Blocks.⁴³
- **St. Paul, Minnesota:** Planting flowers at Lake Elmo Park Reserve.⁴⁴
- **Irvington, New Jersey:** Cleaning streets and beautifying the 16th Avenue corridor between Grove Street and 20th Street together with the Irvington Neighborhood Improvement Corporation and the Advancement of Inner City Communities, including work to transform a vacant lot into a landscaped play area.⁴⁵

⁴³ Kathleen Ellyn, *Comcast Cares for At-Risk Kids*, Statesman J., Sept. 30, 2005.

⁴⁴ Nancy Yang, *Comcast Cares Day: Comcast Workers to Spruce Up Park*, St. Paul Pioneer Press, Sept. 30, 2005

⁴⁵ See Irvington Selected As Lead Comcast Cares Day Site In Northern New Jersey, Comcast Press Release (Sept. 21, 2005). The Comcast employees who volunteered at the Irvington site included several of Comcast's top executives. In addition to their work at the 16th Avenue corridor, the employees presented a check for \$25,000 from Comcast to the Advancement of Inner City Communities for maintenance of the revitalized property. "The Township of Irvington is proud to have been chosen as a lead site for such an important community project," Mayor Wayne