

December 14, 2005

VIA ELECTRONIC FILING

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

Re: **Applications for Consent to the Assignment and/or Transfer of Control of Licenses, Adelphia Communications Corp., Assignors, to Time Warner Cable Inc., Assignees; Adelphia Communications Corp., 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, MB Docket No. 05-192**

Dear Ms. Dortch:

Please find attached a copy of the Debtors' Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code that was filed with the United States Bankruptcy Court of the Southern District of New York ("Bankruptcy Court") (Case No. 02-41729 (REG)) on November 21, 2005. Also, please find attached a copy of the Debtors' Fourth Amended Disclosure Statement and its associated exhibits ("Disclosure Statement"). The Disclosure Statement was approved by the Bankruptcy Court by order dated November 23, 2005, a copy of which is enclosed herein. For your convenience, we also have included redline comparisons of both the Fourth Amended Joint Plan of Reorganization and Debtors' Fourth Amended Disclosure Statement that reflect the changes that have occurred since the Debtors' filing with the Commission on September 29, 2005.

Please contact me with any questions concerning the attached materials.

Sincerely,


Megan Anne Stull

Marlene Dortch
December 14, 2005
Page 2

cc: Donna Gregg
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