



December 16, 2005

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

**Re: Notice of Ex Parte Communication in MB Docket No 05-192**

Dear Ms. Dortch:

Yesterday, Chase Carey, Larry Hunter Susan Eid, and I met with Commissioner Adelstein and his legal advisor Rudy Brioché to discuss the Adelphia-Comcast-Time Warner transactions. Our discussions reflected DIRECTV's comments and surreply filed in MB Docket No. 05-192. In particular, we discussed how the transactions would increase Comcast's and Time Warner's incentive and ability to withhold "must have" regional sports programming, and how the transactions might be conditioned to prevent such an outcome.

In accordance with the Commission's *ex parte* rules, 47 C.F.R. § 1.1206, I am filing a copy of this letter electronically in MB Docket No. 05-181.

Respectfully submitted,

/s/ \_\_\_\_\_  
Stacy Fuller  
Vice President, Regulatory Affairs  
DIRECTV, Inc.