



Via ELECTRONIC FILING

December 20, 2005

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

Re: Proposed Acquisition of Adelphia Cable Systems by Comcast and
Time Warner Cable
MB Docket No. 05-192

Dear Ms. Dortch:

On December 19, 2005, David Goodfriend and Eric Sahl of EchoStar Satellite L.L.C. ("EchoStar") met, in separate meetings, with Donna Gregg, Sarah Whitesell, Royce Dickens, Tracy Waldron, all of the Media Bureau; Fred Campbell, Wireless Advisor to Chairman Martin, Jordan Goldstein, Senior Advisor to Commissioner Copps, and Rudy Brioché, Media Advisor to Commissioner Adelstein, to discuss the Adelphia transaction.

At the meetings, EchoStar reiterated arguments made in its July 21, 2005 submission¹ to the Commission. EchoStar requested that the Commission impose conditions to ameliorate the harm that would otherwise result from the proposed acquisition of Adelphia by Comcast and Time Warner. In EchoStar's view, these conditions should include program access obligations that would effectively capture subtle forms of discrimination, and arbitration of program access disputes, including discovery.

¹ Comments of EchoStar Satellite L.L.C., *filed in* MB Docket No. 05-192 (filed July 21, 2005).

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This *ex parte* submission is being filed pursuant to 47 C.F.R. § 1.1206(b)(2).

Respectfully submitted,

/s/

David Goodfriend
EchoStar Satellite L.L.C.

Copy to:

Donna Gregg
Sarah Whitesell
Jim Bird
Fred Campbell
Jordan Goldstein
Rudy Brioche