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VIA ELECTRONIC FILING

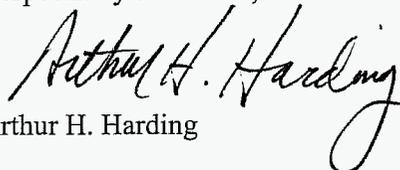
Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: MB Docket 05-192

Dear Ms. Dortch:

On January 11, 2006, Steven Teplitz and Susan Mort of Time Warner Inc., James Coltharp of Comcast Corporation, Michael Hammer and Angie Kronenburg of Willkie Farr & Gallagher LLP, Wayne Johnsen of Wiley Rein & Fielding LLP and Arthur Harding and Craig Gilley of Fleischman and Walsh, L.L.P., met with William Johnson, Sarah Whitesell, Royce Sherlock, Tracy Waldon, and Julie Salovaara of the Media Bureau, Leslie Marx of the Office of Strategic Planning & Policy Analysis, and Ann Bushmiller of the Office of General Counsel to discuss data and information they submitted pursuant to the FCC's Information and Document Request, released December 5, 2005. As part of this discussion, copies were distributed of the attached schedule, prepared by Time Warner Cable, that details subscriber calculations for the systems to be acquired by Comcast from Time Warner Cable, applying the subscriber counting methodologies used by each company. See Applications and Public Interest Statement, MB Docket No. 05-192 (May 18, 2005) at n. 186.

Respectfully submitted,


Arthur H. Harding

cc: Donna Gregg
William Johnson
Sarah Whitesell
Tracy Waldon
Royce Sherlock
Marcia Glauberman
Julie Salovaara
Wayne McKee
Jim Bird
Jeff Tobias
JoAnn Lucanik
Kimberly Jackson
Neil Dellar
Ann Bushmiller
Best Copy and Printing, Inc.

**DERIVATION OF EBU SUBSCRIBER TOTALS
FOR SYSTEMS TO BE ACQUIRED BY COMCAST
FROM TIME WARNER CABLE
(DECEMBER 2004)**

TIME WARNER CABLE SUBSCRIBER CALCULATION					EBU CALCULATION		
SYSTEM	Residential Subscribers	Bulk Units	Commercial Accounts	Total Subscribers	Residential Subscribers	EBU Subs	Total EBUs
Minneapolis	180,659	23,619	1,995	206,273	180,659	12,066	192,725
Memphis	194,683	6,641	1,979	203,303	194,683	6,341	201,024
Cape Coral	54,181	33,715	161	88,057	54,181	18,062	72,243
St. Augustine	30,957	8,090	112	39,159	30,957	4,613	35,570
Live Oak	2,531	0	28	2,559	2,531	162	2,693
Lake City	9,395	526	86	10,007	9,395	829	10,224
Monroe	33,727	2,420	1,260	37,407	33,727	1,777	35,504
Jackson	64,741	11,125	2,300	78,166	64,741	5,485	70,226
Shreveport	52,864	3,040	942	56,846	52,864	3,991	56,855
Houma	23,114	1,176	11	24,301	23,114	340	23,454
LaPlace	8,129	87	10	8,226	8,129	132	8,261
Philadelphia	40,137	9,177	305	49,619	40,137	1,052	41,189