

February 3, 2006

VIA ELECTRONIC FILING

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:

On February 2, 2006, Jim Coltharp, representing Comcast Corporation (“Comcast”), Art Harding of Fleischman and Walsh, L.L.P. and Steven Teplitz and Susan Mort, representing Time Warner Inc. (“Time Warner”), and the undersigned, representing Adelphia Communications Corp. (“Adelphia”), (collectively, the “Applicants”) met with Aaron Goldberger and Ian Dillner of Commissioner Deborah Taylor Tate’s office regarding the above-captioned proceeding.

Applicants described the many public interest benefits associated with the proposed transactions, including accelerated rollout of advanced services, greater emphasis on local communities and local programming, increased competition that will result from geographic rationalization, unwinding of Comcast’s interest in Time Warner Cable, and the facilitation of Adelphia’s exit from bankruptcy. Applicants also addressed issues with regard to regional sports programming raised by various participants in this proceeding. The discussion was consistent with documents that Applicants have previously filed in this proceeding.

Marlene H. Dortch

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If you have any questions on this matter, please do not hesitate to contact me.

Respectfully submitted,

/s/ Michael H. Hammer

Michael H. Hammer

cc: Aaron Goldberger
Ian Dillner
Donna Gregg
Sarah Whitesell
Tracy Waldon
Royce Sherlock
Marcia Glauberman
Julie Salovaara
Wayne McKee
Jim Bird
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