



Wiley Rein & Fielding LLP

ORIGINAL

1776 K STREET NW  
WASHINGTON, DC 20006  
PHONE 202.719.7000  
FAX 202.719.7049

Virginia Office  
7925 JONES BRANCH DRIVE  
SUITE 6200  
MCLEAN, VA 22102  
PHONE 703.905.2800  
FAX 703.905.2820

www.wrf.com

REDACTED—FOR PUBLIC INSPECTION

February 6, 2006

DOCKET FILE COPY ORIGINAL

VIA HAND DELIVERY

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

Wayne D. Johnsen  
202.719.7303  
wjohansen@wrf.com

RECEIVED

FEB - 6 2006

Federal Communications Commission  
Office of Secretary

Re: MB Docket No. 05-192

Dear Ms Dortch:

On behalf of Comcast Corporation ("Comcast"), transmitted herewith are clarifications requested by the Media Bureau to Comcast's response to information and document requests issued in the above-referenced proceeding.

Please contact the undersigned if there are any questions concerning this filing.

Respectfully submitted,

Wayne D. Johnsen

No. of Originals 074  
List A B C D E



Wiley Rein & Fielding LLP

REDACTED—FOR PUBLIC INSPECTION

1776 K STREET NW  
WASHINGTON, DC 20006  
PHONE 202.719.7000  
FAX 202.719.7049

Virginia Office  
7925 JONES BRANCH DRIVE  
SUITE 6200  
MCLEAN, VA 22102  
PHONE 703.905.2800  
FAX 703.905.2820

www.wrf.com

February 6, 2006

Tracy Waldon  
Media Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

Wayne D. Johnsen  
202.719.7303  
wjohansen@wrf.com

**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 Tracy:

At our January 11, 2006 meeting, and subsequently in a conversation on January 20, 2006, we discussed certain clarifications of several issues relating to recent filings by Comcast Corporation ("Comcast") in MB Docket 05-192 in response to information and document requests from the Media Bureau. At your request, we are providing Comcast's written responses to your questions.

**1. Clarification regarding the geographic area served by Comcast/Charter Sports SouthEast:**

Comcast/Charter Sports Southeast ("CSS") has the rights to distribute its programming throughout the following states: Alabama, Arkansas, Florida, Georgia, Kentucky, Mississippi, North Carolina, South Carolina, Tennessee, Virginia and West Virginia and Louisiana (although it currently is not carried in that state). Specific areas referenced in the distribution footprint included in the response to the information request indicated areas in which the service was currently being carried, but were not intended to denote any limitation on the right to distribute the service throughout a particular state. It is anticipated that after the Time Warner/Comcast/Adelphia transaction closes, CSS will be carried by the newly acquired Comcast cable systems in Louisiana.

REDACTED—FOR PUBLIC INSPECTION

Tracy Waldon  
February 6, 2006  
Page 2

**2. Clarification regarding phrase "less out market" in listing of DIRECTV subscribers receiving SportsNet West:**

The reference was intended to read "Less Out of Market." Comcast reported subscribers in the network's regional footprint and did not count "out-of-market" ("OOM") subscribers reported by DIRECTV that purchase its "Sports Pack" (a package that includes regional sports networks ("RSNs"), including Comcast SportsNet West, where the programming of such RSNs is limited to non-territorially restricted programming; *i.e.* programming that is able to be transmitted outside of the RSN's footprint)). DIRECTV pays \_\_\_\_\_ to Comcast SportsNet West for such OOM rights based on \_\_\_\_\_.

**3. Clarification regarding scope of exclusivity for \_\_\_\_\_:**

Although Comcast had initially acquired exclusivity rights with regard to the carriage of \_\_\_\_\_, those rights are no longer being enforced.

**4. Clarification regarding the phrase "subject to potential renewal periods" in listing of contract termination dates for various national programming services:**

Renewal mechanics vary from contract to contract. For example, the renewal may be at Comcast's option following a rate negotiation (and if necessary, a stipulation by the programmer). In other cases, a renewal may be structured as a put if the rates don't exceed a certain threshold, or the programmer may stipulate a rate for the renewal term, at which point Comcast may elect to terminate or renew (although carriage rights/conditions may be modified). In sum, no renewal is purely automatic (but instead is conditioned on the occurrence of certain events). The term-end dates specified in the response are accurate until such events may occur.

**5. Clarification regarding average revenue per unit ("ARPU") for systems in Prince William, Detroit and Pueblo:**

In some areas of Comcast's Prince William, Detroit, and Pueblo systems, Comcast offers subscribers only one single tier of service. Although the vast majority of Comcast subscribers can choose between basic, or lifeline,

**REDACTED—FOR PUBLIC INSPECTION**

Tracy Waldon  
February 6, 2006  
Page 3

service, and expanded basic service, in the areas mentioned, certain subscribers are offered a basic service offering that includes most of the channels offered to expanded basic subscribers in other areas. The rate for basic service in the areas with one single tier of service is comparable to the rate for expanded basic service in areas with multiple tiers. The Prince William, Detroit, and Pueblo systems exhibit some revenue from expanded basic revenue because Comcast offer multiples tiers of service in some areas of those systems. For example, in Prince William, Comcast offers residents of Dale City only one single tier of service. Residents of other parts of the Prince William system, however, have multiple tiers available. Changes in revenue in the Prince William, Detroit, and Pueblo systems are most likely a result of rate increases and subscriber growth or decline.

**6. Confirm whether subscriber counts for attributable systems are reported on an EBU or ODU basis.**

Comcast has provided the Commission with information regarding subscribers based on information that it receives from the entities in which it holds an attributable interest. It is Comcast's understanding that, with the exception for subscribers served by TKCCP systems, subscriber numbers for attributable systems are reported to Comcast on an EBU basis.

**7. Confirm that list of attributable systems is complete.**

Comcast has reported information for all cable operators in which it holds an attributable interest. Because Comcast does not have complete information with regard to these systems, it has not been able to respond to all questions contained in the information request with regard to systems served by these operators. Comcast has provided a list of CUIDs for cable operators other than Adelphia and Time Warner (who separately have provided the Commission with this information) that is based on the Commission's publicly available database. Comcast cannot confirm that the information provided is totally accurate or complete.

This redacted version of the submission is being provided to FCC staff pursuant to the terms of the Protective Order in MB Docket No. 05-192.<sup>1</sup> In addition, pursuant

---

<sup>1</sup> See *Order Adopting Protective Order*, MB Docket No. 05-192, 20 FCC Rcd 10751 (2005).

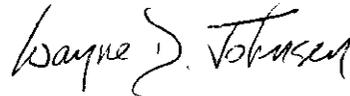
**REDACTED—FOR PUBLIC INSPECTION**

Tracy Waldon  
February 6, 2006  
Page 4

to the Protective Order, Comcast is submitting copies of the unredacted, confidential version of this submission to the FCC's Secretary's Office, as well as to Julie Salovaara and Brenda Lewis, Industry Analysis Division, Media Bureau. The unredacted submission will be made available for inspection, pursuant to the terms of the Protective Order, at the offices of Wiley Rein & Fielding L.L.P. at the address above. Arrangements for inspection may be made by contacting Martha Heller at (202) 719-3234.

Please do not hesitate to contact the undersigned if you have any questions.

Respectfully submitted,



Wayne D. Johnsen

cc: Donna Gregg  
Sarah Whitesell  
Royce Sherlock  
Marcia Glauberman  
Wayne McKee  
Julie Salovaara  
Brenda Lewis

Jim Bird  
Neil Dellar  
Ann Bushmille  
Jeff Tobias  
JoAnn Lucanik  
Kimberly Jackson  
Best Copy and Printing, Inc.