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February 8, 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:

Comcast Corporation (“Comcast”) hereby responds to the *ex parte* letter filed by TCR Sports Broadcasting (“TCR”) on January 20, 2006 in the above-referenced proceeding.<sup>1</sup> TCR does not present any issues that it has not already raised in this proceeding or that either Comcast and/or the Applicants have not already addressed on the record in this proceeding.

Contrary to TCR’s assertions, the Supplemental Declaration of Sidek and Singer attached to its *ex parte* letter does not provide empirical data that proves that Comcast discriminates against competing MVPDs in the distribution of its affiliated RSNs or that such alleged behavior is a result of Comcast’s presence as an MVPD in the regions served by the affiliated RSNs.<sup>2</sup> Indeed, the declaration contains no economic analysis at all. Rather, it merely repeats allegations raised by other parties in this proceeding concerning Comcast’s distribution of its RSNs in the Philadelphia, Sacramento, and

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<sup>1</sup> Letter from David C. Frederick, Counsel for TCR Sports Broadcasting Holding, L.L.P., to Marlene H. Dortch, Secretary, Federal Communications Commission, MB Dkt. No. 05-192 (Jan. 20, 2006) (“*TCR’s Jan. 20 Ex Parte*”).

<sup>2</sup> See generally Supplemental Declaration of J. Gregory Sidek and Hal J. Singer, attached to *TCR’s Jan. 20 Ex Parte* (“*Sidek and Singer Supplemental Declaration*”).

Chicago areas to assert that discrimination occurs and that such discrimination is a result of Comcast's presence as an MVPD in the RSNs' service areas.<sup>3</sup>

Importantly, those allegations have been thoroughly rebutted in this proceeding. In Philadelphia, Comcast's decision to deliver SportsNet Philadelphia terrestrially has been held by the Commission and the U.S. Court of Appeals for the D.C. Circuit to be a legitimate business decision that is permissible by statute and the Commission's rules and, therefore, is not discriminatory.<sup>4</sup> Likewise, Comcast has demonstrated that the allegations concerning its distribution of CSN West and CSN Chicago in Sacramento and Chicago, respectively, are false.<sup>5</sup> Thus, TCR has not shown any correlation between Comcast's distribution practices of its RSNs and its presence as an MVPD in a region served by affiliated RSNs. Consequently, Sidek and Singer have not shown that post-Transaction, Comcast will engage in discriminatory behavior of its distribution of its RSN in the Washington, D.C. DMA.<sup>6</sup>

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<sup>3</sup> *Id.* at 5-8.

<sup>4</sup> *See* Comcast, et al., Reply, MB Dkt. No. 05-192, at 45-50 (Aug. 5, 2005) ("Reply"). Contrary to TCR's assertions, it is not incumbent on Comcast to further explain its terrestrial delivery of SportsNet Philadelphia. *Sidek and Singer Supplemental Declaration*, at 8. Comcast already has explained its reasons for implementing terrestrial delivery in Philadelphia both in this proceeding and in a prior FCC proceeding that was reviewed and upheld by the U.S. Court of Appeals for the D.C. Circuit. *See* Reply at 45-50. Moreover, there has been no demonstration in the instant proceeding that Comcast is migrating its RSNs to terrestrial delivery to avoid the program access rules. *See Sidek and Singer Supplemental Declaration*, at 8-9. To the contrary, Comcast has shown that each of its other RSNs are delivered *via* satellite and offered to Comcast's MVPD competitors. Reply, at 53.

<sup>5</sup> *See* Response to DIRECTV's Surreply, MB Dkt. No. 05-192, at 22-25 (Nov. 1, 2005).

<sup>6</sup> Comcast's letter dated January 10, 2006 filed in this docket addressed the remaining arguments in *TCR's Jan. 20 Ex Parte*. Letter from James R. Coltharp, Comcast Corporation, to Marlene H. Dortch, Secretary, Federal Communications Commission, MB Dkt. No. 05-192 (Jan. 10, 2006). Furthermore, the Declaration of Mr. Wyche attached to TCR's *ex parte* does not present any new issues for Commission consideration in this proceeding. Without providing any specific evidence, Mr. Wyche simply asserts that TCR's business model requires that its programming must be carried by cable to be successful. Mr. Wyche not only neglects to demonstrate why this is so, but also fails to explain how this issue -- even assuming it had any validity, which it does not -- is merger specific. Consequently, like TCR's other arguments, it is not appropriate for consideration in this proceeding. *See id.* at 2.

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TCR's repetitive filings of the same arguments in this proceeding -- arguments that have been answered in full by Comcast and/or the Applicants -- are only intended to delay the Transactions. This is wasteful of the Commission's and the Applicants' resources. Comcast urges the Commission to act on the Transactions expeditiously in order to avoid any further delay tactics by third parties, including TCR.

Sincerely,

/s/ James R. Coltharp  
James R. Coltharp  
Comcast Corporation

cc: Donna Gregg  
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