

March 31, 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”), Time Warner Inc. (“Time Warner”), and Adelphia Communications Corporation (collectively the “Applicants”) hereby respond to the Media Bureau’s request for information concerning the status of local franchising authority approvals relating to the transactions that are the subject of the above-captioned proceeding (the “Transactions”).

Comcast and Time Warner and their affiliates expect to acquire approximately 3,297 local cable franchises in connection with the Transactions.<sup>1</sup> As of March 31, 2006, transfer of 3,268 of these franchises has either been approved or did not require approval, accounting for 99.1 % of the affected franchises.

Preliminary denials, without prejudice, have been issued by the City of Artesia, CA; City of Baldwin Park, CA; City of Canyon Lake, CA; City of Chino, CA; City of Cypress, CA; City of Encinitas, CA; City of Fullerton, CA; City of Hermosa Beach, CA; City of La Palma, CA; City of Moreno Valley, CA; City of Newport Beach, CA; City of Twentynine Palms, CA; City of Villa Park, CA; Town of Bailey, NC; Town of Cornelius, NC; Town of Davidson, NC; Town of Dortches, NC; Town of

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<sup>1</sup> Of these franchises, approximately 1,448 ultimately would be held by Comcast affiliates at the conclusion of the Transactions; approximately 1,849 ultimately would be held by Time Warner or Time Warner affiliates.

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Huntersville, NC; Mecklenburg County, NC; Town of Middlesex, NC; Town of Mooresville, NC; Nash County, NC; Pitt County, NC; Town of Spring Hope, NC; Town of Troutman, NC; Town of Whitakers, NC; and Henry County, VA.<sup>2</sup> In these communities, as well as in communities where approval is still pending or the status of any action taken is unclear or remains subject to review, the Applicants are working diligently to obtain any remaining approvals.

Please contact the undersigned parties with any questions concerning the foregoing.

Respectfully submitted,

Comcast Corporation

By: /s/ James R. Coltharp

James R. Coltharp

Comcast Corporation

Time Warner Inc.

By: /s/ Steven N. Teplitz

Steven N. Teplitz

Time Warner Inc.

Adelphia Communications Corp.

By: /s/ Michael H. Hammer

Michael H. Hammer

Willkie Farr & Gallagher LLP

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

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

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<sup>2</sup> Once approved, these franchises would be held by Time Warner affiliates, except for the franchise for Henry County, VA, which would be held by a Comcast affiliate.