

April 28, 2006

VIA ELECTRONIC FILING

Ex Parte Notice

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, Adelpia Communications Corp., Assignors, to Time Warner Cable Inc., Assignees; Adelpia 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 April 27, 2006, Jim Coltharp of Comcast Corporation (“Comcast”), Steven Teplitz of Time Warner Inc. (“Time Warner”), and the undersigned, representing Adelpia Communications Corp. (“Adelpia”), (collectively, the “Applicants”) met with Catherine Bohigian, Chief of the Office of Strategic Planning and Policy Analysis, and Fred Campbell, Legal Advisor to the Chairman, regarding the above-captioned proceeding.

Applicants discussed the status of the proceeding and issues previously raised in their written documents, as well as the status of Adelpia’s bankruptcy proceeding. Applicants also reiterated that the Commission should act expeditiously to conclude this proceeding and that

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the record does not support the imposition of conditions.

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: Catherine Bohigian
Fred Campbell
Donna Gregg
Sarah Whitesell
Tracy Waldon
Royce Sherlock
Marcia Glauberman
Julie Salovaara
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