



2909 Taylor Street • Dallas, TX 75226 • www.hd.net

July 5, 2006

The Honorable Kevin Martin  
Chairman  
Federal Communications Commission  
445 12<sup>th</sup> St., S.W.  
Washington, DC 20554

*Re: Proposed Transaction by and among Adelphia, Comcast and Time Warner Cable, Docket 05-192*

Dear Mr. Chairman:

I am writing to make you aware of marketplace developments that are adversely affecting the ability of HDNet, as an independent programmer, to gain access to cable subscribers who like and want to see our product. We have been successful in negotiating carriage agreements for our two high definition channels with both EchoStar and DirecTV, and dozens of cable systems and overbuilders such as Charter, McLeod, RCN and WOW. We even have carriage with Adelphia and Time Warner Cable, and that is the point of my letter to you.

We are supportive of the aforementioned transaction between Adelphia, Comcast and Time Warner Cable. However, due to the fact that we have been unable to secure carriage on Comcast (despite our continued efforts), there is a considerable risk that Comcast will drop our channels from the systems they acquire from Adelphia and Time Warner Cable. This would cut off access to our two high definition channels for as many as 1.6 to 1.8 million subscribers. The market-dominant power of Comcast suggests that independent programmers such as HDNet should be given some consideration.

Our programming has earned a proven appeal to viewers. I launched HDNet five years ago to deliver all-digital programming in the 1080i format, which, as you know, is the highest quality format available for digital broadcasting. Viewers have embraced our two-channel offering, which consists of in-depth news, movies, concerts, and live sports programming, featuring National Hockey League games, the only regularly scheduled high definition coverage of Major League Soccer, and NASCAR racing, among other events. We are the leader in high definition broadcasting, both producing and televising more hours of original high definition sports, entertainment and news programming each week than any other network.

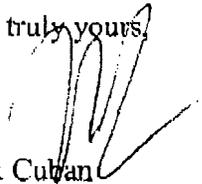
We have not taken a position in opposition to the Commission's approval of this transaction. Nevertheless, we thought it important to inform you of these relevant, negative market consequences that will flow from consummation of the proposed transaction and the immediate and adverse effect on independent programming as a result of the enhancement of Comcast's market position.

The obstacles that independent programmers face in the current cable market have been a significant focus of the commenters in the transaction proceeding. While we understand that it may be difficult to address access problems that occur throughout the cable distribution industry in the context of a specific transaction, we hope that the difficulties of independent programmers will be a focus of a separate proceeding that will follow closely upon this one.

Specifically, we understand that the Commission is examining the possibility of new rules to promote diversity in programming. We endorse the Commission's exercise of its authority pursuant to Section 612(g) of the Communications Act, and look forward to participating in the proceedings that we hope the Commission will shortly initiate on this front. Indeed, our only point of advocacy relevant to this specific proceeding is that the Commission use the occasion of its action on the proposed transaction to launch simultaneously a Notice of Proposed Rulemaking on Section 612(g) that will explore ways to allow independent programmers like HDNet to meet the public's demand for programming that addresses the diversity of their interests.

We believe that independent programming like HDNet can be a key part of the solution to the diversity problem in cable programming. We stand ready to assist the Commission in its efforts to address the problem of ensuring diversity of programming for viewers.

Very truly yours,



Mark Cuban  
Chairman and President

The Honorable Michael Copps  
The Honorable Jonathan Adelstein  
The Honorable Deborah Tate  
The Honorable Robert McDowell  
Donna Gregg  
Sarah Whitesell  
James Bird  
Leslie Marx  
Marcia Glauberman  
Julie Salavaara  
Royce Sherlock  
Tracy Waldron  
Wayne McKee  
Jeff Tobias  
JoAnn Lucanik  
Kimberly Jackson