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July 6, 2006

Marlene Dortch, Esq.
Secretary
Federal Communications Commission
445 12th St. SW
Washington, DC 20554

*Re: 05-192 Proposed Transactions by and among Adelphia, Time Warner Cable
and Comcast Corp.*

Dear Ms. Dortch:

Recent press reports have suggested that the Commission may soon vote upon the proposed transactions in this docket. In that connection, we reiterate our request that the Commission impose conditions upon the transaction that protect independent programmers. We attach hereto the November 2005 letter in which we specified the conditions that we believe should be imposed.

One of the conditions that we proposed is procedural in nature, and affords an independent programmer who has been rebuffed in requests for carriage an opportunity for arbitration.

We also suggest that such an arbitration could be conducted with baseball style rules in which each party submits a final offer to the arbitrator and the arbitrator selects one or the other's offer.

The other condition that we proposed asks the Commission to require the parties to make fifty percent of new channel capacity added after the approval of the transaction available to independent programmers. We reiterate that requested condition.

Very truly yours,

//signed//

Kathleen Wallman
Adviser to The America Channel