



**VIA ELECTRONIC FILING**

July 7, 2006

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
Office of the Secretary  
445 12th Street, SW  
Washington, DC 20054

**Re:** *Ex Parte* Communication  
**Proposed Acquisition of Adelphia Cable Systems by Comcast and  
Time Warner Cable**  
*MB Docket 05-192*

Dear Ms. Dortch,

EchoStar Satellite L.L.C. ("EchoStar") hereby reports that on July 6, 2006, Lori Kalani of EchoStar spoke with Heather Dixon, Legal Advisor to Chairman Martin. The purpose of the meeting was to discuss the harms posed by the proposed Adelphia transaction and the need for the Commission to impose conditions on the proposed transaction that will protect and promote competition in the marketplace for the delivery of multi-channel video programming to consumers. In particular, the need for content-neutral program access conditions, commercial arbitration, and conditions that address de facto discrimination were discussed.

As required by 47 C.F.R. § 1.1206(b)(2), an original and one copy of this letter are being filed with the Secretary.

Respectfully submitted,

/s/

Lori Kalani  
Associate Corporate Counsel  
EchoStar Satellite L.L.C.

cc:  
Heather Dixon, Chairman Martin's Office