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July 10, 2006

EX PARTE

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Re: MB Docket No. 05-192

Dear Ms. Dortch:

On Friday, July 7, 2006, David Frederick and John Hishta, both representing TCR Sports Broadcasting (“TCR”), were asked to provide information in a telephone call with Commissioner McDowell and Cristina Pauzé regarding the above-captioned proceeding. Commissioner McDowell requested that TCR provide the Commission and file in the formal record of the proceeding: (1) a map of the designated television territory for programming of baseball telecasts by TCR; and (2) a timeline of the dispute between TCR and Comcast over Comcast’s refusal to distribute TCR’s programming. Both documents are being filed with this letter.

If you should have any questions regarding this submission, please do not hesitate to contact me.

Respectfully submitted,

/s/ David C. Frederick

David C. Frederick

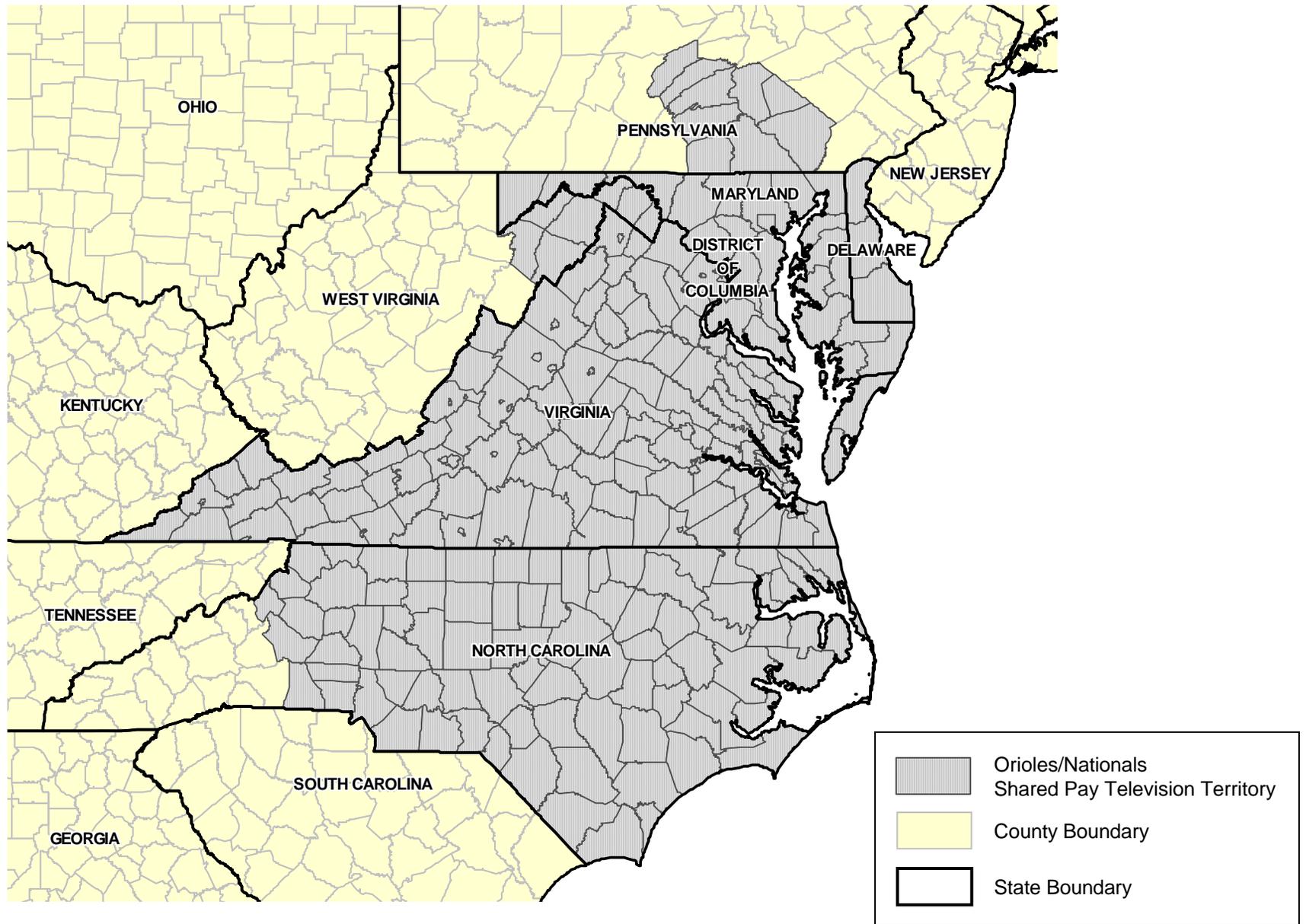
Counsel to TCR Sports Broadcasting, Inc.

Attachments

cc: Fred Campbell
Rudy Brioche

Aaron Goldberger
Jordan Goldstein
Donna Gregg
Sarah Whitesell
Royce Sherlock
Tracy Waldron
Julie Salovaara
Leslie Marx
Jim Bird
Ann Bushmiller
Neil Dellar
Dana Shaffer
Cristina Pauzé

Baltimore Orioles/Washington Nationals Shared Pay Television Territory



Timeline of TCR/MASN

For nearly eighteen months, TCR Sports Broadcasting Holding, L.L.P. (“TCR”), doing business as the Mid-Atlantic Sports Network (“MASN”), has attempted to obtain carriage on all of the cable and satellite providers that serve the mid-Atlantic region. For 2006, five cable and satellite distributors have chosen to show MASN and the Washington Nationals games. Despite TCR’s repeated efforts, the MVPDs involved in the Adelphia transaction – Comcast Corp., Time Warner Cable, and Adelphia – have refused to carry the games.

Below is a timeline of TCR/MASN and its efforts to secure carriage agreements with Comcast Corp., Time Warner, and Adelphia to distribute MASN’s programming:

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|------|---|
| 1981 | Since at least 1981, pursuant to an arrangement designated by Major League Baseball, the Baltimore Orioles have held the exclusive rights to televise their own Major League Baseball games in a 7-state region from Harrisburg, Pennsylvania to Charlotte, North Carolina. Each team has a similar arrangement, such as the 6-state TV territory for the Boston Red Sox, or the Mariners’ territory including Washington, Oregon, Idaho, Montana, Hawaii, Alaska, and parts of Canada. |
| 1996 | TCR was formed as the holding company for the television production and exhibition rights for the Baltimore Orioles. |
| 1996 | TCR licensed the production and exhibition rights to certain Orioles games to Home Team Sports, which was later purchased by an entity that subsequently became known as Comcast SportsNet (“CSN”). That licensing agreement was for a ten-year period and expires at the conclusion of the 2006 MLB season. |
| 2001 | CSN sought to negotiate an extension of the 1996 agreement in the form of a ten-year contract with TCR that would include more cable games and fewer over-the-air games. Those negotiations took place over an 18-month period, but did not produce an agreement on an extension. With the expiration of a separate agreement for the production and exhibition of over-the-air baseball games, the Orioles announced their intention to Comcast of producing and exhibiting those games without licensing those rights to a third party. |
| 2001 | TCR established “Orioles Television Network” (“O’s TV”). |
| 2002 | O’s TV begins producing and exhibiting certain Orioles games on over-the-air television. O’s TV also makes plans to develop into a broader regional sports network. In March 2002, the Orioles |

communicated their business plans to MLB, which concurred with those plans and reaffirmed the Orioles' geographically defined and exclusive television territory. Among other things, O's TV has broadcasted annually approximately 60 Orioles games on over-the-air television in the Baltimore/Washington, D.C. and D.C./Northern Virginia areas. It sells advertising sponsorships as well and deals directly with television broadcast stations.

2002 In face-to-face meetings and in news stories sent to Comcast officials, TCR expresses its intent to Comcast to allow the 1996 license agreement to lapse upon its expiration following the 2006 MLB season.

2005 Major League Baseball relocates the Montreal Expos to Washington to become the Nationals. The team has no television territorial rights, but would draw from the same fan base as the Baltimore Orioles.

The Orioles recognized that a baseball team in the nation's capital had to be on television, and allowed the Nationals to share in its exclusive territory.

March 10, 2005 TCR/MASN officials meet with Adelphia officials in Denver and are told unequivocally that Adelphia will not consider any new programming during the pendency of the transaction negotiations with Comcast and Time Warner.

March 11, 2005 TCR/MASN officials send tentative term sheet to Time Warner officials and explain that it is subject to finalization of the settlement agreement with MLB.

March 28, 2005 Major League Baseball and the Baltimore Orioles enter into a settlement agreement pursuant to which the production and exhibition rights to Washington Nationals games beginning with the 2005 season are conferred on TCR.

The Nationals are paid an annual rights fee of \$20 million increasing to \$25 million by 2007. The *Washington Post* notes that MASN provides the Nationals "a guaranteed local TV revenue stream that will rank in the sport's top 10."

Major League Baseball owns a 10 percent equity stake in MASN that will grow to 33 percent over time, and has the discretion to transfer that ownership to the new owners of the Nationals.

- April 2005 TCR registers the name “Mid-Atlantic Sports Network” in Maryland and begins using that name instead of O’s TV.
- April 1, 2005 To help generate interest in the new team, MASN agrees to put 81 Nationals games on over-the-air television (mostly on WDCA). The MLB average for showing games over-the-air is 32 games per year and 8 teams (9 in 2006) show no games on over-the-air television.
- April 13, 2005 In an effort to begin negotiations with Comcast Cable, MASN sends a term sheet listing multi-year costs for carrying the sports network. Comcast is the dominant cable company for Washington Nationals’ fans.
- April 14, 2005 MASN officials meet with Comcast Cable officials to try to reach agreement on the distribution of Nationals games. Comcast advised that they would respond.
- April 21, 2005 Comcast Sports Net (CSN), Comcast Cable’s wholly owned regional sports network, files a lawsuit in Montgomery County (Md.) Circuit Court against the Orioles, Major League Baseball (“MLB”), and TCR. CSN asserts that TCR’s decision to keep the rights to produce and exhibit Orioles games itself following the 2006 season, rather than license them to CSN, violates the right-of-first-refusal clause in a 1996 contract.
- [Judge Durke Thompson would dismiss two of CSN’s claims (breach of contract, tortious interference) on July 27 and the third claim (right to match) on October 5.]
- April 21, 2005 CSN sends dozens of letters to other cable carriers in the Washington, D.C. region, threatening legal action against them if they agreed to carry MASN and the Nationals games.
- April 29, 2005 MASN signs a multiyear carriage deal with DirecTV. For 2005, DirecTV will air 135 regular season games throughout the Mid-Atlantic region. http://www.directv.com/DTVAPP/aboutus/headline.jsp?newsId=04_29_2005A Although DirecTV does not release subscriber numbers, media estimates suggest more than 400,000 subscribers in the DC/Baltimore media markets.
- May 13, 2005 TCR/MASN tries again to get the Nationals games on Comcast’s distribution system by sending an updated term sheet to Comcast.
- May 17, 2005 TCR/MASN signs a multiyear carriage deal with RCN Cable, which has subscribers in DC, parts of Montgomery County, Md.,

and the City of Falls Church, Va. <http://investor.rcn.com/ReleaseDetail.cfm?ReleaseID=163783>

- June 13, 2005 In Montgomery County Court, TCR, the Orioles, and Major League Baseball respond to Comcast's lawsuit with motions to dismiss.
- June 14, 2005 TCR files a carriage complaint at the Federal Communications Commission to require Comcast to distribute TCR/MASN's programming of Nationals games.
- July 26, 2005 TCR/MASN produces and distributes its 100th Washington Nationals game. Comcast continues to refuse to carry the games.
- July 27, 2005 Montgomery County (Md.) Circuit Court Judge Durke Thompson dismisses from the bench two of CSN's claims against the Orioles and TCR/MASN. On the third claim, Judge Thompson allows CSN to file a second "amended" complaint (on third party matching claims) if CSN can present new information. Judge Thompson also dismisses CSN's claims against MLB.
- [On October 5, 2005, Judge Thompson would dismiss CSN's second amended complaint for failure to state a claim.]
- August 3, 2005 TCR files its reply to Comcast in the FCC Carriage Complaint proceeding.
- August 16, 2005 TCR/MASN officials meet with Time Warner officials. No progress is made on carriage deal.
- September 6, 2005 CSN files a second amended complaint in Montgomery County Circuit Court.
- October 5, 2005 Montgomery County Circuit Court Judge Thompson dismisses Comcast's second amended complaint against the Orioles and TCR/MASN.
- October 6, 2005 TCR/MASN sends third term sheet to Comcast in hopes of getting the Nationals games on Comcast cable.
- October 27, 2005 TCR/MASN signs a carriage deal with Charter Communications. This is MASN's third agreement with a distributor.
<http://phx.corporate-ir.net/phoenix.zhtml?c=112298&p=irol-newsArticle&ID=774345&highlight=>

- November 9, 2005 TCR/MASN signs a fourth carriage deal with VerizonFIOS.
<http://newscenter.verizon.com/proactive/newsroom/release.vtml?id=92989>
- December 9, 2005 TCR/MASN sends updated term sheet to Time Warner.
- December 12, 2005 TCR/MASN officials travel to Connecticut to meet with Time Warner officials. They are told to meet with Time Warner officials in North Carolina.
- February 9, 2006 TCR/MASN officials travel to North Carolina to meet with Time Warner officials. [No carriage deal is struck between TCR and Time Warner despite numerous follow-up telephone calls thereafter.]
- February 23, 2006 MASN and the Nationals announce the team's 2006 television schedule. MASN will telecast 4 Spring Training games and 154 regular season contests. WDCA-Channel 20 will carry 32 MASN telecasts – many on Friday nights. http://www.masn.tv/news/view_press_release.cfm?id=82
- March 7, 2006 TCR/MASN signs a fifth carriage deal with Cox Communications Northern Virginia.
http://www.masn.tv/news/view_press_release.cfm?id=94
- The Cox agreement means that TCR/MASN now has contractual commitments in excess of 2 million households throughout the region.
- March 9, 2006 The Maryland Court of Appeals agrees to hear the Comcast appeal, thereby bypassing the Court of Special Appeals (Maryland's intermediate appellate court).
- April 6, 2006 Comcast sends a letter to MLB Commissioner Selig requesting that he nullify the March 28, 2005 agreement for the production and exhibition of Nationals games by TCR as a precondition for Comcast to distribute Nationals games.
- April 7, 2006 The House Government Reform Committee holds a hearing on the Comcast blackout of the Nationals games. At the hearing, both Peter Angelos and MLB Chief Operating Officer reject Comcast's proposal of April 6, 2006. Angelos testifies that, if Comcast will first enter into a carriage agreement to distribute the Nationals games, he would be prepared to discuss an amalgamation of MASN and CSN. Chairman Tom Davis requests that the parties

report back to him by the end of the month their progress in resolving the dispute.

- April 13, 2006 Peter Angelos writes a letter to Comcast's David Cohen offering to meet with Comcast CEO Brian Roberts or his designee.
- April 14, 2006 TCR/MASN representatives are scheduled to meet with Comcast. That meeting is cancelled at Comcast's request.
- April 24, 2006 TCR/MASN representatives travel to Philadelphia to meet with Comcast. That meeting does not produce a carriage agreement. Comcast refuses to discuss a carriage agreement but instead insists on discussing only the amalgamation of the two networks.
- May 2, 2006 The District of Columbia City Council adopts a resolution revoking Comcast's cable franchise if Comcast continues to refuse to televise Washington Nationals games.
- May 3, 2006 DirecTV sends a letter to Congressman Tom Davis saying that, after conducting a thorough analysis of nine different regional sports networks, it found that MASN was the least expensive.
- May 12, 2006 Commissioner Allen H. (Bud) Selig hosts a meeting in Milwaukee with Orioles principal owner Peter Angelos, Comcast CEO Brian Roberts, Comcast President Stephen Burke, and MLB Chief Operating Officer Robert DuPuy. That meeting does not produce a carriage agreement.
- June 13, 2006 Congressman Tom Davis (R-Va) schedules a meeting with Mr. Angelos, Mr. DuPuy, and Comcast. The day before the meeting is to occur, Comcast says that no senior executive is available to meet and the meeting is canceled.
- June 29, 2006 U.S. House of Representatives passes an appropriations bill with report language strongly urging the Federal Communications Commission to act upon a carriage complaint filed on June 14, 2005, by TCR to obtain television carriage for Washington Nationals games.