

July 10, 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, Adelphia Communications Corp., Assignors, to Time Warner Cable Inc., Assignees; Adelphia 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 July 7, 2006, Jim Coltharp of Comcast Corporation (“Comcast”) and the undersigned, representing Adelphia Communications Corp. (“Adelphia”) (collectively, the “Applicants”), participated in three telephone conversations initiated by Ian Dillner and/or Aaron Goldberger, Legal Advisors to Commissioner Deborah Taylor Tate, regarding the above-captioned proceeding. Participants in the first call were Ian Dillner and Applicants. Participants in the second call were Aaron Goldberger and Applicants. Both Messrs. Dillner and Goldberger participated in the final call with Applicants.

In each of these conversations, Comcast addressed matters related to distribution of PBS KIDS Sprout (“Sprout”) programming previously covered in filings submitted in this proceeding. Comcast also addressed matters related to the distribution of Sprout raised in this proceeding by RCN and provided an update on the status of its ongoing negotiations with RCN for distribution of Sprout programming.

Marlene H. Dortch

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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: Aaron Goldberger
Ian Dillner
Donna Gregg
Sarah Whitesell
Tracy Waldon
Royce Sherlock
Marcia Glauberman
Julie Salovaara

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