

July 11, 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 10, 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 Aaron Goldberger and/or Ian Dillner, Legal Advisors to Commissioner Deborah Taylor Tate, regarding the above-captioned proceeding.

Each conversation related to distribution of PBS KIDS Sprout (“Sprout”) programming. Applicants’ statements were consistent with filings previously submitted in this proceeding. Comcast also addressed matters related to the distribution of Sprout raised in this proceeding by RCN, provided an update on the status of its ongoing negotiations with RCN for distribution of Sprout programming, and discussed possible solutions to issues raised by RCN regarding the distribution of Sprout.

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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

Wayne McKee  
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