

July 12, 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 11, 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 Aaron Goldberger, Legal Advisors to Commissioner Deborah Taylor Tate, regarding the above-captioned proceeding.

The conversations focused on the distribution of PBS KIDS Sprout (“Sprout”) programming and were consistent with Applicants’ statements previously submitted in the record of this proceeding. Comcast addressed issues raised by RCN in this proceeding concerning distribution of Sprout VOD programming. Comcast updated Messrs. Dillner and Goldberger on the status of its ongoing negotiations for distribution of Sprout VOD programming on RCN systems. Comcast also discussed possible solutions to issues raised by RCN regarding availability of Sprout.

Marlene H. Dortch

July 12, 2006

Page 2

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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