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September 22, 2006

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

Re: *Ex Parte* Submission
MM Docket No. 92-264

Dear Ms. Dortch:

Comcast Corporation (“Comcast”), pursuant to its letter of September 22, 2003, hereby notifies the Commission that it has closed the following transactions:

Acquisitions:

(1) Acquisition of a SMATV system in California serving approximately 619 subscribers from Pinole Pacific Corporation on January 12, 2006;¹ (2) acquisition of a SMATV system in Florida serving approximately 81 subscribers from Shore Studios, Inc. on March 9, 2006; (3) acquisition of a SMATV system in California serving 266 subscribers from Satview Broadband, Ltd. on March 28, 2006; (4) acquisition of a SMATV system in California serving approximately 21 subscribers from Satview Broadband, Ltd. on April 27, 2006; (5) acquisition of cable systems in Pennsylvania, Maine, New York, Illinois, Indiana, and Mississippi serving approximately 230,000 subscribers from Susquehanna Cable Co. on April 30, 2006;² (6) acquisition of a SMATV system in Washington, D.C. serving approximately 154 subscribers from Bragstorm Technology, LLC on June 22, 2006; (7) acquisition of SMATV systems in Illinois serving approximately 1,900 subscribers from TVMAX Illinois, Inc. on June 30, 2006; (8) acquisition of a SMATV system in Georgia serving approximately 421 subscribers from Priority Digital Partners III, LLC on June 30, 2006; (9) acquisition of a SMATV system in West Virginia serving approximately 249 subscribers from Basil O. Ellis d/b/a Bocco Cable Company

¹ This acquisition was inadvertently omitted from Comcast’s March 22, 2006 subscriber notification letter.

² Comcast previously informed the Commission that it was acquiring the Susquehanna subscribers by letter dated December, 20, 2005, from Peter H. Feinberg to Marlene H. Dortch. Apart from the Susquehanna acquisition and the acquisitions from the Adelphia and Time Warner transactions discussed below, there have been no acquisitions of an MVPD with 25,000 or more subscribers since the March 22, 2006 notification letter.

Ms. Marlene Dortch
Secretary
September 22, 2006
Page 2 of 2

on June 30, 2006; and (10) acquisition of a cable system in Maryland serving approximately 1,432 subscribers from Gans Communications, L.P. on September 21, 2006.

In addition to the above acquisitions, on July 31, 2006, Comcast closed the transactions to acquire certain cable systems from Adelphia Communications Corporation and to exchange certain cable systems with Time Warner Inc.³

Based on Comcast's second quarter 2006 subscriber numbers, available data for its partnership subscriber numbers, and assuming the most inclusive interpretation of the Commission's attribution rules, after accounting for the above transactions and adjusting for subscriber growth, Comcast estimates that it is attributed with approximately 26,913,432 MVPD subscribers or approximately 28.1% of all MVPD subscribers.⁴

Although it is unclear whether Comcast is obligated to notify the Commission of these transactions or their effect on its MVPD subscribers (in light of the D.C. Circuit's decision in *Time Warner Entertainment Co. v. FCC*⁵), Comcast nonetheless is providing the details of these transactions for the Commission's convenience.

Sincerely,

/s/ Peter H. Feinberg
Peter H. Feinberg

cc: Donna Gregg, Chief, Media Bureau

³ See Press Release, Comcast Corporation, *Time Warner and Comcast Complete Adelphia Communications Transactions* (July 31, 2006).

⁴ See Kagan Research LLC, *Kagan Media Index, Kagan Media Money*, Aug. 22, 2006, at 4 (noting that there are approximately 95.7 million MVPD subscribers nationwide, thus $26,913,432 \div 95,700,000 = 28.1\%$).

⁵ 240 F.3d 1126 (D.C. Cir. 2001) (vacating the cable horizontal ownership rules).