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September 29, 2006

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BY ELECTRONIC FILING

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 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 behalf of Comcast Corporation (“Comcast”), we hereby submit the attached affidavit of Arthur R. Block, Senior Vice President, General Counsel and Secretary for Comcast, regarding compliance with the cable/SMATV cross-ownership rule found in section 76.501 of the Commission’s rules. This affidavit is submitted pursuant to paragraph 55 of the Memorandum Opinion and Order released in the above-referenced proceeding on July 21, 2006.¹

¹ As noted in the affidavit, by a letter to the Commission dated September 27, 2006, Comcast requested an extension of time to comply with the certification condition in paragraph 55 of the Memorandum Opinion and Order with respect to five SMATV systems: Fox Meadow, Leominster, Massachusetts; Cranmore Ridge, Concord, New Hampshire; Fox Hollow, Manchester, New Hampshire; Wellington Hills, Manchester, New Hampshire; Chester Village, Chester, New Hampshire. *See* Letter from James R. Coltharp, Comcast Corporation, to Marlene H. Dortch, Secretary, Federal Communications Commission (Sept. 27, 2006).

Wiley Rein & Fielding LLP

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Please contact me if you have any questions concerning the foregoing.

Respectfully submitted,

/s/ Sam Q. Le

Sam Q. Le

cc: Heather Dixon
Donna Gregg
Sarah Whitesell
Royce Sherlock
Julie Salovaara
Best Copy and Printing, Inc.

AFFIDAVIT OF ARTHUR R. BLOCK

The undersigned declares under penalty of perjury that the following is true and correct:

1. I am Senior Vice President, General Counsel and Secretary for Comcast Corporation ("Comcast") and have been employed by Comcast since 1989, becoming General Counsel in 2000.
2. On July 13, 2006, the Federal Communications Commission ("FCC") granted its consent to the acquisition by Comcast and Time Warner Inc. ("Time Warner") of substantially all of the domestic cable systems owned or managed by Adelphia Communications Corporation ("Adelphia") and certain other transactions between Comcast and Time Warner (the "Transactions"). *See 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*, Memorandum Opinion and Order, MB Docket No. 05-192, FCC 06-105 (rel. July 21, 2006). As a condition of its approval, the Commission required Comcast to certify that the requirements of section 76.501 of the Commission's rules, 47 C.F.R. § 76.501(d), the "cable/SMATV cross-ownership rule," had been satisfied with respect to the Transactions. *See id* at ¶ 314.
3. By letter dated September 27, 2006, Comcast requested an extension of time to comply with the certification condition with respect to five SMATV systems located in the following areas:
 - (a) Fox Meadow, Leominster, Massachusetts
 - (b) Cranmore Ridge, Concord, New Hampshire
 - (c) Fox Hollow, Manchester, New Hampshire
 - (d) Wellington Hills, Manchester, New Hampshire
 - (e) Chester Village, Chester, New Hampshire

See Letter from James R. Coltharp, Comcast Corporation, to Marlene Dortch, Secretary, Federal Communications Commission (Sept. 27, 2006).

4. With the exception of the five systems listed above, I hereby certify, to the best of my knowledge, information and belief, that the assets Comcast acquired from Adelphia and Time Warner pursuant to the Transactions are in compliance with section 76.501 of the Commission's rules, 47 C.F.R. § 76.501(d), the "cable/SMATV cross-ownership rule."



Arthur R. Block
Senior Vice President, General Counsel and Secretary
Comcast Corporation

Executed: September 28, 2006