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December 22, 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 4 of the Order Granting Request for Extension of Time released in the above-referenced proceeding on September 29, 2006.¹

¹ As noted in the affidavit, the Commission granted Comcast an extension of time to comply with the certification condition 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; and Chester Village, Chester, New Hampshire. See Order Granting Request for Extension of Time, MB Docket No. 05-192, DA 06-1952 (rel. Sept. 29, 2006).

Wiley Rein & Fielding LLP

December 22, 2006

Page 2

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

Respectfully submitted,

/s/ Wayne D. Johnsen

Wayne D. Johnsen

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. As a condition of its approval 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 to certain other transactions between Comcast and Time Warner, the Federal Communications Commission (“FCC”) 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 these 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, ¶ 314 (rel. July 21, 2006).
3. On September 29, 2006, the FCC granted Comcast’s request for an extension of time to comply with the certification condition with respect to five SMATV systems (located in Fox Meadow, Leominster, Massachusetts; Cranmore Ridge, Concord, New Hampshire; Fox Hollow, Manchester, New Hampshire; Wellington Hills, Manchester, New Hampshire; and Chester Village, Chester, New Hampshire). *See Order Granting Request for Extension of Time*, MB Docket No. 05-192, DA 06-1952 (rel. Sept. 29, 2006) (the “Extension Order”). By affidavit executed September 28, 2006, I certified that, with the exception of these five systems, the assets acquired by Comcast from Adelphia and Time Warner pursuant to the above-referenced transactions were in compliance with the cable/SMATV cross-ownership rule. *See Aff. of Arthur R. Block* (Sept. 28, 2006).
4. As set forth in paragraph 4 of the Extension Order, I hereby certify, to the best of my knowledge, information and belief, that the five systems set forth above are now in compliance with the requirements of sections 76.501(d) and (e) of the Commission’s rules.



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

Executed: December 19, 2006