



Jerald N. Fritz
Senior Vice President
Legal and Strategic Affairs
Tel: (703) 647-8747
Fax: (703) 647-8740
jfritz@allbrittontv.com

August 13, 2010

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

**Re: *Ex Parte* Notice: Applications of Comcast Corporation,
General Electric Company and NBC Universal, Inc. For
Consent to Assign Licenses or Transfer Control of Licensees,
MB Docket 10-56**

Dear Ms. Dortch:

In compliance with Section 1.1206(b) of the Commission's rules, the undersigned submits this *ex parte* notice relating to the above-captioned proceeding.

On August 13, 2010, Frederick J. Ryan, Jr., President of Allbritton Communications Company, and the undersigned along with outside antitrust counsel, Charles F. "Rick" Rule from Cadwalader, Wickersham & Taft, met with Commissioner Robert McDowell and Rosemary Harold, the Commissioner's Media Advisor, to discuss the proposed acquisition of NBC by Comcast.

In the meeting, we discussed the potentially grave implications for NewsChannel 8, Allbritton's locally-owned, independent cable news channel, if the acquisition is permitted to close absent conditions that would protect the existence of NewsChannel 8 and similarly situated channels in direct, horizontal competition with NBC's owned and operated stations. Although Comcast has indicated it will negotiate for the renewed carriage of NewsChannel 8, its instance on "packaging" the local cable news channel with broadcast retransmission consent for stations in far-off markets both ignores the independent value of NewsChannel 8 and, more fundamentally, exposes Comcast's true intention to devalue the news channel, rendering it financially non-viable.

The effect of such action now and importantly post-merger would inure directly to the benefit of the NBC owned and operated station, WRC-TV. With the extensive array of NBC's programming content combined with unprecedented control over distribution facilities, Comcast will have both the ability and incentive to eliminate NewsChannel 8 as a competitive threat. The result would be the loss of a separate, locally-owned, independent voice in the market. Absent a condition that either (1) forces divestiture of owned and operated stations in markets where

Ms. Marlene H. Dortch
August 13, 2010
Page 2 of 2

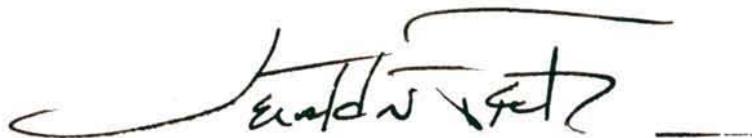
Comcast has greater than 25% control of the distribution or (2) requires Comcast to negotiate non-discriminatory carriage at marketplace rates using the current subscriber fee as a fair indication of those rates, there is no protection against the combined Comcast/WRC-TV entity.

We also noted that a post-merger Comcast/WRC-TV combined sales venture would represent roughly 40% of the existing local video advertising revenue in Washington, DC that would dwarf all video competitors combined. This dramatic imbalance would give the joint entity the substantial ability to engage in predatory pricing practices. Comcast has already offered its voluntary commitment to preserve competitive market conditions in the downstream pay television distribution market. There is no reason that local television stations – which serve their communities with quality programming every day – should not be offered the same protection.

The Commission was encouraged to consider the potential implications of non-conditioned approval and urged to delay the proceeding until such time as the implications are fully vetted.

In accordance with the Commission's rules this *ex parte* notice is being filed electronically in the above-referenced docket. Please contact the undersigned should you have any questions regarding this matter.

Sincerely,

A handwritten signature in black ink, appearing to read "Jerald N. Fritz", written over a horizontal line.

Jerald N. Fritz
Senior Vice President,
Legal and Strategic Affairs

cc: Commissioner Robert McDowell
Ms. Rosemary Harold