

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

1440 NEW YORK AVENUE, N.W.
WASHINGTON, D.C. 20005-2111

TEL: (202) 371-7000

FAX: (202) 393-5760

www.skadden.com

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December 10, 2010

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

RE: Notice of Ex Parte Communication
MB Docket No. 10-56

Dear Ms. Dortch:

On December 9, 2010, the undersigned and Steven Sunshine of this Firm, together with DeDe Lea, Executive Vice President, Government Relations, and Keith Murphy, Vice President, Government Relations, Viacom Inc., met separately with (i) Dave Grimaldi and Angela Kronenberg of Commissioner Clyburn's office; and (ii) Joshua Cinelli of Commissioner Copps' office, to discuss matters related to the above-referenced proceeding. In addition, Ms. Lea met with Edward Lazarus of Chairman Genachowski's office.

During the meetings, the Viacom representatives expressed their concerns about the impact that the proposed merger of Comcast and NBC Universal would have on the market for independent programming. The Viacom representatives specifically noted that Comcast could use its market power to affect carriage of independent programming. Upon completion of this merger, the Viacom representatives explained, Comcast would have increased incentive and ability to impede competition in the markets for linear and over-the-top video programming by favoring its own content to the detriment of independent programmers.

Accordingly, Viacom asked that the Commission carefully evaluate the effect that this merger would have on independent programmers and consider taking steps to safeguard competition and protect unaffiliated providers of video programming from anticompetitive practices.

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This letter is being submitted electronically in the above-referenced docket, which has been granted permit-but-disclose status, pursuant to Section 1.1206(b) of the Commission's Rules. Should you have any questions concerning this submission, kindly contact the undersigned.

Very truly yours,

/s/

Antoinette Cook Bush
Counsel to Viacom Inc.

cc: Edward Lazarus
Dave Grimaldi
Angela Kronenberg
Joshua Cinelli