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May 26, 2011

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. 07-42

Dear Ms. Dortch:

On May 25, 2011, the undersigned of this Firm and Keith Murphy, Vice President, Government Relations, Viacom Inc., met with Sherrese Smith of Chairman Genachowski's office to discuss matters relating to the above-referenced proceeding.

In particular, we inquired about the timing for Commission action with respect to proposed revisions to the program carriage rules. We also discussed whether the Commission should consider updating the application of the rules to account for the evolution of the marketplace, given that multichannel video programming distributors ("MVPDs") increasingly have investments in a variety of programming interests – ranging from networks to sports teams to original content production, among other things. We asked whether the Commission intended to take a fresh look at the rules to ensure that they adequately prevent MVPDs from engaging in conduct that unreasonably restrains an independent programmer's ability to compete fairly by discriminating on the basis of affiliation among vendors.

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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/

Jared S. Sher
Counsel to Viacom

cc: Sherrese Smith