

**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**

In the Matter of)
Comcast Cable Communications, LLC,)
on behalf of its subsidiaries and affiliates)
For Determination of Effective Competition in:)
Williams, CA (CA1043))

CSR No. _____

To: Chief, Media Bureau

PETITION FOR SPECIAL RELIEF

Comcast Cable Communications, LLC, on behalf of its subsidiaries and affiliates (“Comcast”), pursuant to Sections 76.7 and 76.907 of the Commission’s rules,¹ requests that the Commission find that Comcast faces “effective competition” in the above-referenced California franchise area (the “Franchise Area”).

The Communications Act of 1934, as amended (the “Act”), and the Commission’s rules provide that cable television rates may be regulated only in the absence of effective competition.² Cable operators are entitled to demonstrate that effective competition exists on a franchise-by-franchise basis.³ When a cable operator demonstrates that effective competition exists within a franchise area, cable rates in the affected area are no longer subject to regulation.⁴

¹ 47 C.F.R. §§ 76.7 and 76.907.

² 47 U.S.C. § 543(a)(2); 47 C.F.R. § 76.905(a).

³ 47 C.F.R. § 76.907.

⁴ See *Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992, Rate Regulation*, 8 FCC Rcd. 5631, 5664-5665 (1993) (“Rate Order”).

Under the “competing provider” test set forth in Section 623(1)(1)(B) of the Act and Section 76.905(b)(2) of the Commission’s rules (the “Competing Provider Test”), a cable system will be deemed subject to effective competition if:

- (i) the franchise area is served by at least two unaffiliated multichannel video programming distributors (“MVPDs”), each of which offers comparable programming to at least 50 percent of the households in the franchise area; and
- (ii) the number of households subscribing to multichannel video programming other than the largest MVPD exceeds 15 percent of the households in the franchise area.⁵

As demonstrated below, the Competing Provider Test is satisfied in the Williams Franchise Area because two unaffiliated MVPDs serve over 50 percent of the Franchise Area’s households with comparable programming and the reported penetration rate for DBS providers exceeds the 15 percent threshold in the Franchise Area.

I. THE COMPETING PROVIDER TEST IS SATISFIED IN THE FRANCHISE AREA

The two prongs of the Competing Provider Test are straightforward and objective. Both prongs of this test clearly are satisfied in the Franchise Area.

A. More Than Two Unaffiliated MVPDs Offer Programming Comparable to Comcast to Over 50 Percent of the Households in the Franchise Area.

The first prong of the Competing Provider Test requires that a franchise area must be served by “at least two unaffiliated multichannel video programming distributors...”⁶ This

⁵ 47 U.S.C. § 543(1)(1)(B)(i) and (ii); 47 C.F.R. § 76.905(b)(2)(i) and (ii).

⁶ 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i). Section 602 of the Communications Act of 1934, as amended, defines “multichannel video programming distributors” to include cable operators, as well as DBS and MMDS providers. *See* 47 U.S.C. § 522(13).

requirement is easily satisfied, because the two major direct broadcast satellite providers (DirecTV, Inc. and Dish Network, Corp.) (“DBS Providers”) are unaffiliated with Comcast and “offer” programming that is comparable to Comcast to more than 50 percent of the households in Comcast’s Franchise Area.

Service of an MVPD will be deemed “offered” when it is both technically and actually available.⁷ The Commission has determined that DBS service is presumed to be “technically available” throughout the country due to its nationwide satellite footprint.⁸ Comcast’s Franchise Area is well within the satellite footprint of DirecTV and Dish Network. Thus, both DirecTV and Dish Network are “technically available” in the Franchise Area.

DBS service is presumed to be “actually available” if households in a franchise area are made “reasonably aware” that the service is available.⁹ The Commission has stated that “a party may use evidence of penetration rates in the franchise area (the second prong of the competing provider test ...) coupled with the ubiquity of DBS services to show that consumers are

⁷ *Rate Order* at ¶ 29.

⁸ *See MediaOne of Georgia, Inc; Petition for Revocation of the Certification of Gwinnett County, Georgia*, 12 FCC Rcd. 19406, ¶ 5 n.16 (1997) (citing *Rate Order*, at 5660-5661).

⁹ *See Rate Order* at ¶ 32 (citations omitted). *See also Charter Communications, LLC d/b/a Charter Communications Petition for Determination of Effective Competition in Fourteen North Carolina Communities, et al*, 19 FCC Rcd. 7003, ¶ 4 (2004).

reasonably aware of the availability of DBS service.”¹⁰ The same reasoning applies here.

DirecTV and Dish Network are among the largest MVPDs in the nation.¹¹ With approximately 33.6 million subscribers nationwide,¹² comprising over 33.6 percent of all MVPD subscribers,¹³ ubiquitous advertising, and the substantial DBS penetration figure in the Franchise Area, it is clear that consumers in the Franchise Area are “reasonably” aware of the availability of DBS competitors.¹⁴ Accordingly, both DirecTV and Dish Network are presumed to be “actually available” in the Franchise Area, and are offered to over 50 percent of the households in the Franchise Area.

¹⁰ *Comcast Cable Communications, LLC Petition for Determination of Effective Competition in Various Michigan Communities*, 23 FCC Rcd. 9595, ¶ 5 (2008), citing *Mediacom Illinois LLC et al., Eleven Petitions for Determination of Effective Competition in Twenty-Two Local Franchise Areas in Illinois and Michigan*, 21 FCC Rcd. 1175 (2006) (“*Comcast – Various Michigan Communities*”). Thus, the Commission has not required the production of advertising to demonstrate that households in the franchise area are “reasonably aware” of the availability of DBS service. See *Bright House Networks, LLC Petition for Determination of Effective Competition (Lake Alfred and Dundee FL)*, 22 FCC Rcd. 4390, ¶ 6 (2007) (“Over more than ten years, we have made hundreds of findings that households in particular franchise areas are reasonably aware that they may purchase DBS services based on localized evidence. These accumulated showings amount to substantial evidence that households in all franchise areas are reasonably aware that they may purchase DBS services. In at least one earlier reported decision, we found households in a franchise area to be reasonably aware that they may purchase DBS service solely based on evidence of DBS’s nationwide growth and local subscriptions, without reference to advertising or other promotion.”) (“*Bright House Networks – Florida*”).

¹¹ See *Thirteenth Annual Assessment of the Status of Competition in the Market for the Delivery of Video Programming*, MB Docket No. 06-189, FCC 07-206, ¶ 76 (rel. Jan. 16, 2009).

¹² See Press Release, DirecTV, *DirecTV Announces First Quarter 2011 Results* (May 5, 2011) (reporting that, as of Mar. 31, 2011, DirecTV had 19.4 million subscribers), available at <http://investor.directv.com/releasedetail.cfm?ReleaseID=574719>; Press Release, DISH Network, *DISH Network Reports First Quarter 2011 Financial Results* (May 2, 2011) (reporting that, as of Mar. 31, 2011, Dish Network had approximately 14.2 million subscribers), available at <http://dish.client.shareholder.com/releasedetail.cfm?ReleaseID=573404>.

¹³ Press Release, SNL Kagan’s *U.S. Multichannel Subscribers 4th Quarter 2010 Results*, SNL Kagan, March 15, 2011, available at <http://www.snl.com/InTheMedia.aspx> (reporting approximately 100.1 million video subscribers in the U.S.).

¹⁴ See, e.g., *Comcast – Various Michigan Communities* at ¶ 5; *Bright House Networks – Florida* at ¶ 6.

The Competing Provider Test also requires that the programming offered by the competing provider must be “comparable” to the programming offered by the cable operator.¹⁵ The Commission’s rules define comparable programming as “at least 12 channels of video programming, including at least one channel of nonbroadcast service programming.”¹⁶ The Commission has repeatedly recognized that the DBS Providers offer comparable programming under the Commission’s Competing Provider Test.¹⁷ Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.¹⁸ And, as shown in the attached channel line-up, Comcast’s programming service offerings in the Franchise Area are substantially similar to the DBS Providers’ programming services.¹⁹

Based on the above facts, Comcast has satisfied the first prong of the Competing Provider Test.

B. The Competing Providers Serve Greater Than 15 Percent of the Households In Comcast’s Franchise Area.

The second prong of the Competing Provider Test requires that the subscriber base of competing MVPDs, other than the largest MVPD, exceeds 15 percent of franchise area households,

The process of determining the precise number of DBS subscribers within a franchise area is not an exact science because DBS Providers track their subscribers according to the zip

¹⁵ See 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

¹⁶ 47 C.F.R. § 76.905(g).

¹⁷ See, e.g., *Comcast Cablevision of Maryland, Inc., Petitions for Determination of Effective Competition (Charles County, MD)*, 19 FCC Rcd. 7130, ¶ 4 (2004) (“We find that the programming of DBS providers satisfies the Commission’s program comparability criterion because DBS providers offer more than 12 channels of video programming, including more than one non-broadcast channel.”).

¹⁸ See Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 1.

¹⁹ See Comcast Channel Line-up, attached hereto as Exhibit 2.

codes where each subscriber resides, rather than by political jurisdiction. In this case, Comcast relied on ZIP+4 codes associated with the Franchise Area in order to determine the number of DBS subscribers within the Franchise Area. The Commission has previously accepted ZIP+4 codes as “reasonable and sufficiently reliable for purposes of determining the presence of effective competition,”²⁰ and stated its preference for this approach.²¹

To determine the relevant ZIP+4 codes for the Franchise Area, Comcast contacted Media Business Corp. (“MBC,” previously known as “SkyTrends”). MBC has developed a process to accurately identify the ZIP+4 codes that correspond with the political boundaries of a particular community. This process utilizes enhanced mapping software that correlates ZIP+4 codes with the U.S. Census Department’s “block group” level households. The “block group” measurement is the most precise Census tool available to measure households within a very small geographical area. With this software, MBC was able to identify the ZIP+4 codes that lie within the Franchise Area.²²

Comcast next provided all of the ZIP+4 codes for the Franchise Area to the Satellite Broadcasting and Communication Association (“SBCA”). SBCA is the national trade association representing the two major DBS Providers, and it has assumed the responsibility for compiling subscribership data and responding to data requests from cable operators and franchising authorities engaged in effective competition proceedings. The DBS subscriber numbers reported in the attached Effective Competition Tracking Reports (“ECTR”) from SBCA

²⁰ See *Cable One, Inc. Petition for Determination of Effective Competition in Pocatello, Idaho*, 18 FCC Rcd. 12792, ¶ 8 (2003), quoting *Falcon Cable Systems II, a California Limited Partnership, d/b/a Charter Communications Petition for Determination of Effective Competition in Twelve Oregon Cities*, 17 FCC Rcd. 4648 (2002).

²¹ See Public Notice, “Commission Announces New Standards for Showings of Effective Competition For Cable Service,” 23 FCC Rcd. 12067 (2008).

²² See Letter from MBC (explaining ZIP+4 methodology), attached hereto as Exhibit 3.

reflect the total DBS subscribers within the individual ZIP+4 codes associated with the Franchise Area.²³

Finally, Comcast compared the DBS subscribership figures reported by SBCA on a ZIP+4 basis with its own subscribership, and was able to confirm that its own subscribership exceeded DBS subscribership in the Williams Franchise Area. Comcast is the largest MVPD in this Franchise Area.

To determine whether DBS subscribership exceeds the statutorily mandated 15 percent threshold in the Franchise Area, Comcast compared the competing providers' subscribership to the most recent U.S. Census occupied household unit figures for the community.²⁴ This comparison yields the penetration rate for DBS Providers in the Franchise Area.

As detailed in Exhibit 6, the subscriber rate for the DBS Providers in the Franchise Area exceeds the 15 percent threshold required under Section 623(1)(1)(B) of the Act. Accordingly, Comcast meets the second prong of the Competing Provider Test.

Because Comcast meets both prongs of the Competing Provider Test in the Williams Franchise Area, it faces effective competition in this Franchise Area.

CONCLUSION

Comcast's cable system is subject to effective competition in the Williams Franchise Area under the Competing Provider Test. Based on the evidence presented herein, Comcast respectfully requests that the Media Bureau issue an order acknowledging the presence of

²³ See Exhibit 4 (providing total ZIP+4-based DBS subscribership for the Franchise Area, as well as all ZIP+4 data relied on in the Petition).

²⁴ In this case, 2010 Census Data were available and utilized. Household data figures are available at <http://factfinder.census.gov>, the relevant pages of which are attached hereto as Exhibit 5.

effective competition in the Williams, California Franchise Area as of the filing date of this
Petition.

Respectfully submitted,

Comcast Cable Communications, LLC
on behalf of its subsidiaries and affiliates

By: _____



Brian J. Hurh

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(202) 973-4200

April 6, 2012

Its Attorneys

CERTIFICATION PURSUANT TO 47 C.F.R. § 76.6(a)(4)

The below-signed signatory has read the foregoing Petition for Special Relief, and to the best of my knowledge, information and belief formed after reasonable inquiry, it is well grounded in fact and is warranted by existing law or a good faith argument for the extension, modification or reversal of existing law; and is not interposed for any improper purpose.

Respectfully submitted,

**Comcast Cable Communications, LLC
on behalf of its subsidiaries and affiliates**

By:



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(202) 973-4200

Its Attorney

April 6, 2012

DECLARATION OF WARREN FITTING

I, Warren Fitting, declare, under penalty of perjury that:

1. I am the Senior Director of Regulatory Accounting for Comcast Cable Communications, LLC ("Comcast").
2. I have read the foregoing Petition for Special Relief ("Petition") and am familiar with the contents thereof and the matters referred to therein.
3. I have reviewed Comcast's respective cable subscriber numbers for the Franchise Area at issue in this Petition, as well as the DBS subscriber numbers provided by SBCA for the Franchise Area as described in the Petition. Comcast is the largest multichannel video program provider in the Williams Franchise Area.
4. The facts contained within the Petition are true and correct to the best of my knowledge, information and belief.

March 30, 2012
Date

Warren Fitting
Warren Fitting

EXHIBIT 1



PREMIER package
285+ digital channels

Print channels for ZIP Code 17303 (No locals available)

PRINT

EN ESPAÑOL

| | | | | | |
|--------------|-----|-------|-----|------|-----|
| ONCE México* | 447 | V-me* | 440 | mun2 | 410 |
|--------------|-----|-------|-----|------|-----|

NATIONALS

| | | | | | | | |
|--------------------------------------|------|---|------|--------------------------------|------|------------------------------------|-----|
| 3net (HD) | 107 | Disney Channel (West) | 291 | Hope* | 368 | RFD TV | 345 |
| A&E | 265 | Disney XD | 292 | INSP | 364 | ReelzChannel | 238 |
| ABC Family | 311 | Documentary Channel | 267 | ION Television | 305 | SOAPnet | 262 |
| American Movie Classics (AMC) | 254 | E! Entertainment | 236 | ION Television West | 347 | Science Channel | 284 |
| Animal Planet | 282 | ESPN | 206 | Independent Film Channel (IFC) | 559 | ShopNBC | 316 |
| Audience Network | 239 | ESPN 3D (HD) | 106 | Investigation Discovery (ID) | 285 | Speed Channel | 607 |
| BBC America | 264 | ESPN2 | 209 | Jewelry Television | 313 | Spike | 241 |
| BYU TV | 374 | ESPNEWS | 207 | Jewish Life Television* | 366 | Style | 235 |
| Big Ten Network | 610 | ESPNU | 208 | Lifetime | 252 | Syfy Channel | 244 |
| Biography Channel | 266 | EWTN | 370 | Lifetime Movie Network | 253 | TBS | 247 |
| Black Entertainment Television (BET) | 329 | Enlace Christian Television* | 448 | LinkTV | 375 | TCT Network | 377 |
| Bloomberg Television | 353 | FUEL TV | 618 | Logo | 272 | TNT | 245 |
| Boomerang | 298 | FX | 248 | MHZ WORLDVIEW* | 2183 | TV Guide Network | 273 |
| Bravo | 237 | Food Network | 231 | MLB Network | 213 | TV Land | 304 |
| CBS Sports Network | 613 | Fox Business Network | 359 | MSNBC | 356 | TV One | 328 |
| CCTV-9 | 2053 | Fox Movie Channel | 258 | MTV | 331 | TeenNick | 303 |
| CMT | 327 | Fox News Channel | 360 | MTV2 | 333 | Tennis Channel | 217 |
| CNBC | 355 | Free Speech TV* | 348 | Military Channel | 287 | The Hub | 294 |
| CNBC World | 357 | Fuse | 339 | NASA TV | 289 | The Learning Channel | 280 |
| CNN | 202 | GEM NET (Global Expansion Media Network)* | 2068 | NBA TV | 216 | The Sportsman Channel | 605 |
| CSPAN 1 | 350 | GOD TV | 365 | NFL Network | 212 | The Word Network | 373 |
| CSPAN 2 | 351 | GSN, the network for games | 233 | NHL Network | 215 | Travel Channel | 277 |
| Cartoon Network (East) | 296 | Galavision | 404 | NRB | 378 | Trinity Broadcasting Network (TBN) | 372 |
| Cartoon Network (West) | 297 | GolTV HD English | 620 | Nat Geo WILD | 283 | TruTV | 246 |
| Centric | 330 | Golden Eagle Broadcasting* | 363 | National Geographic Channel | 276 | Turner Classic Movies (TCM) | 256 |
| Chiller | 257 | Golf Channel | 218 | Nick Jr. | 301 | USA Network | 242 |
| Christian Television Network (CTN) | 376 | Gospel Music Channel | 338 | Nickelodeon (East) | 299 | Univision | 402 |
| Church Channel | 371 | Great American Country | 326 | Nickelodeon (West) | 300 | VH1 | 335 |
| Cloo | 308 | H2 | 271 | Nicktoons Network | 302 | VH1 Classic | 337 |
| Comedy Central | 249 | HD Theater | 281 | OWN | 279 | Versus | 603 |
| Cooking Channel | 232 | HDNet | 306 | Ovation TV | 274 | WE: Women's Entertainment | 260 |
| Current TV | 358 | HITN* | 438 | Oxygen | 251 | WGN America | 307 |
| DIY Network | 230 | Hallmark Channel | 312 | PBS | 0 | Weather Channel | 362 |
| Daystar | 369 | Headline News | 204 | PBS Kids Sprout | 295 | World Harvest Television | 367 |
| Discovery Channel | 278 | History Channel | 269 | Planet Green | 286 | n3D | 103 |
| Discovery Fit & Health | 261 | Home & Garden Television (HGTV) | 229 | Pursuit Channel | 608 | | |
| Disney Channel (East) | 290 | Home Shopping Network | 240 | QVC | 275 | | |

PREMIUMS

| | | | | | | | |
|------------------|-----|--------------------|------|--------------------|------|---|------|
| 5STARMAX HD East | 520 | FLIX ON DEMAND® | 1557 | MoreMAX | 517 | STARZ® ON DEMAND | 1527 |
| @MAX HD East | 523 | FOX Deportes | 624 | Outdoor Channel | 606 | Showtime Beyond HD | 550 |
| ActionMAX HD | 519 | Flix | 557 | SHOWTIME | 545 | Showtime Next HD | 551 |
| Cinemax East | 515 | Fox Soccer Channel | 619 | SHOWTIME (West) | 546 | Showtime Women HD | 552 |
| Cinemax West | 516 | GolTV | 620 | SHOWTIME 2 | 547 | Sundance Channel | 558 |
| ENCORE (East) | 535 | HBO (East) | 501 | SHOWTIME Extreme | 549 | Sundance ON DEMAND | 1558 |
| ENCORE (West) | 536 | HBO (West) | 504 | SHOWTIME ON DEMAND | 1545 | THE MOVIE CHANNEL™ ON DEMAND | 1554 |
| ENCORE Action | 541 | HBO 2 (East) | 502 | SHOWTIME Showcase | 548 | TMC Xtra HD East | 556 |
| ENCORE Drama | 540 | HBO 2 (West) | 505 | STARZ (East) | 527 | TVG - The Interactive Horseracing Network | 602 |
| ENCORE Family | 542 | HBO Comedy HD | 506 | STARZ (West) | 528 | The Movie Channel (East) | 554 |

PREMIUMS

| | | | | | | | |
|---------------------|------|-------------------|--------|------------------------|--------|--------------------------|--------|
| ENCORE Love | 537 | HBO Family (East) | HD 507 | STARZ Cinema HD | HD 531 | The Movie Channel (West) | 555 |
| ENCORE Suspense | 539 | HBO Family (West) | 508 | STARZ Comedy HD | HD 526 | ThrillerMAX HD | HD 522 |
| ENCORE Westerns | 538 | HBO Latino | HD 511 | STARZ Edge | HD 529 | WMAX HD East | HD 521 |
| ENCORE® ON DEMAND | 1535 | HBO Signature | HD 503 | STARZ InBlack | HD 530 | | |
| ESPN Classic Sports | 614 | HBO Zone HD | HD 509 | STARZ Kids & Family HD | HD 525 | | |

REGIONAL SPORT NETWORKS

| | | | | | | | |
|-------------------------------|--------|-----------------|--------|---------------------------|--------|--------------------------------|--------|
| Altitude Sports & Ent. 681 | HD 681 | FS Arizona | HD 686 | FS South Plus (2) | HD 648 | ROOT SPORTS Rocky Mountain | HD 683 |
| Altitude Sports Alternate 682 | HD 682 | FS Cincinnati | HD 661 | FS Southwest | HD 676 | SportSouth | HD 649 |
| CSN Bay Area | HD 696 | FS Detroit | 663 | FS Southwest Plus | HD 677 | SportSouth Plus | HD 650 |
| CSN Bay Area Alternate 697 | HD 697 | FS Detroit Plus | HD 664 | FS West | HD 692 | SportsNet New York 639 | HD 639 |
| CSN California | HD 698 | FS Florida | HD 654 | MASN 640 | HD 640 | SportsTime Ohio 662 | HD 662 |
| CSN California alt 699 | 699 | FS Florida Plus | HD 655 | MSG Plus 635 | HD 635 | Sun Sports | HD 653 |
| CSN Chicago Alt. #2 | 667 | FS Midwest | HD 671 | Madison Square Garden 634 | HD 634 | Sun Sports Plus | HD 656 |
| CSN MidAtlantic Alt. | HD 643 | FS North | HD 668 | NESN 628 | HD 628 | Yankee Ent. & Sports (YES) 631 | HD 631 |
| CSN MidAtlantic 642 | HD 642 | FS Ohio | HD 660 | Prime Ticket | HD 694 | | |
| CSN New England 630 | HD 630 | FS South | HD 646 | ROOT SPORTS Northwest | HD 687 | | |
| Comcast SportsNet Chicago 665 | HD 665 | FS South Plus | HD 647 | ROOT SPORTS Pittsburgh | HD 659 | | |

SATELLITE RADIO

| | | | | | | | |
|------------------------------------|-----|---------------------------------|-----|----------------------------------|-----|-------------------------------|-----|
| SONICTAP: 60's Revolution | 803 | SONICTAP: College Rock | 831 | SONICTAP: Italian Bistro Blend | 881 | SONICTAP: Regional Mexican | 873 |
| SONICTAP: 70's Hits | 804 | SONICTAP: Dance | 859 | SONICTAP: Italian Contemporary | 882 | SONICTAP: Retro Disco | 845 |
| SONICTAP: 8-Tracks | 840 | SONICTAP: Familiar Favorites | 880 | SONICTAP: Jazz | 852 | SONICTAP: Rock en Espanol | 878 |
| SONICTAP: 80's Hits | 805 | SONICTAP: Fiesta Tropical | 870 | SONICTAP: Latin Hits | 871 | SONICTAP: Salsa | 874 |
| SONICTAP: 90's Hits | 806 | SONICTAP: Flashback/New Wave | 839 | SONICTAP: Latin Jazz | 879 | SONICTAP: Showtunes | 823 |
| SONICTAP: Adult Alternative | 832 | SONICTAP: Folk Rock | 813 | SONICTAP: Light Classical | 866 | SONICTAP: Silky Soul | 843 |
| SONICTAP: Adult Contemporary | 821 | SONICTAP: Full Metal Jacket | 830 | SONICTAP: Love Songs | 819 | SONICTAP: Silver Screen | 822 |
| SONICTAP: Alternative | 834 | SONICTAP: Gospel Glory | 827 | SONICTAP: Malt Shop Oldies | 802 | SONICTAP: Singer-Songwriters | 836 |
| SONICTAP: Bailamos! | 869 | SONICTAP: Great Standards | 855 | SONICTAP: Mariachi | 876 | SONICTAP: Smooth Jazz | 851 |
| SONICTAP: Be-Tween | 867 | SONICTAP: Groove Lounge | 824 | SONICTAP: Metro Blend | 853 | SONICTAP: Soft Hits | 849 |
| SONICTAP: Beautiful Instrumentals | 820 | SONICTAP: Hair Guitar | 829 | SONICTAP: Modern Country | 814 | SONICTAP: Spike | 841 |
| SONICTAP: Big Band/Swing | 801 | SONICTAP: Hallelujah | 828 | SONICTAP: Modern Workout | 860 | SONICTAP: SubTereanean | 858 |
| SONICTAP: Bluegrass | 812 | SONICTAP: Hit Country | 809 | SONICTAP: Musica De Las Americas | 872 | SONICTAP: Symphonic | 864 |
| SONICTAP: Blues | 854 | SONICTAP: Holidays & Happenings | 815 | SONICTAP: New Age | 856 | SONICTAP: The Boombox | 846 |
| SONICTAP: Carnaval Brasileiro | 877 | SONICTAP: Honky Tonk Tavern | 811 | SONICTAP: Old School Funk | 844 | SONICTAP: The Playground | 868 |
| SONICTAP: Classic Hits Blend | 837 | SONICTAP: Hot Jamz | 825 | SONICTAP: PUMP! | 861 | SONICTAP: The Spirit | 826 |
| SONICTAP: Classic Jazz Vocal Blend | 850 | SONICTAP: Hottest Hits | 818 | SONICTAP: Piano | 865 | SONICTAP: Today's Hits | 816 |
| SONICTAP: Classic R&B | 842 | SONICTAP: Hurbano | 875 | SONICTAP: Rat Pack | 807 | SONICTAP: Traditional Country | 808 |
| SONICTAP: Classic Rock | 833 | SONICTAP: Hype | 847 | SONICTAP: Reality Bites | 838 | SONICTAP: Tranquility | 884 |
| SONICTAP: Classic Rock Workout | 862 | SONICTAP: Ink'd | 835 | SONICTAP: Red, Rock and Blues | 810 | SONICTAP: Y2k Hits | 817 |
| SONICTAP: Coffeehouse Rock | 848 | SONICTAP: Irish | 883 | SONICTAP: Reggae | 863 | SONICTAP: Zen | 857 |

LOCALS

| | | | | | | | |
|------------|-------|------------|-------|-----------|----|------------|-------|
| WGAL (NBC) | HD 8 | WHTM (ABC) | HD 27 | WLYH (CW) | 15 | WPMT (FOX) | HD 43 |
| WHP (CBS) | HD 21 | WITF (PBS) | HD 33 | | | | |

*The following channels require a special dish or equipment: MHz, GEM NET, Hope Channel, JLTV, Once, HITN, V-Me, Enlace, Golden Eagle Broadcasting, and Free Speech TV. Please call 1-800-531-5000 for more information.

Channels & Packages

America's Top 120 with HD

America's Top 120 includes channels listed below. **HD** indicates channels available in both standard and high definition, except where noted as HD only.

| | | | | | | |
|------------|-----------------------------|-----|------|---|------------------------------|--|
| A&E | A&E | HD | 118 | ION | ION (E) | 216 |
| ABC Family | ABC Family | | 160 | IONW | ION (W) | 217 |
| ALIVE | America Live | | 219 | JTV | Jewelry Television | 227 |
| ANGEL | Angel One | | 262 | LIFE | Lifetime | HD 108 |
| ANGL2 | Angel Two | | 266 | MALL | Mall | 220 |
| BTV | Business Television | | 9802 | MTV | MTV | HD 160 |
| BUY | Buy! | | 221 | MTV2 | MTV2 | HD 161 |
| TOON | Cartoon Network (E) | SAP | 176 | NICK | NICK/NICK (E) | HD 170 |
| TOONW | Cartoon Network (W) | | 177 | NICKW | Nick/Nick at Nite (W) | 171 |
| CCTVE | CCTV-E | | 884 | OVD | OVD | HD 187 |
| CCNEW | CCTV-News | | 265 | REELZ | ReelZChannel | 239 |
| CHIRCH | Church Channel | | 258 | SALG | SALG | 224 |
| CMT | CMT | HD | 168 | SHOP | shop | 224 |
| CNBC | CNBC | HD | 208 | SHND | SHND | 228 |
| CNN | CNN | HD | 200 | SBN | SonLife Broadcasting Network | 257 |
| COMDY | Comedy Central | HD | 107 | SPIKE | SpikeTV | HD 186 |
| CSPN2 | C-SPAN2 | | 211 | SYFY | Syfy | HD 122 |
| DYSTR | Daystar | | 263 | TBS | TBS | HD 189 |
| DISC | Discovery Channel | HD | 182 | TLC | TLC | HD 183 |
| DISE | Discovery Channel (E) | | 172 | TNT | TNT | HD 184 |
| DISW | Discovery Channel (W) | | 173 | TRV | Travel Channel | HD 196 |
| DOC | Documentary Channel | | 197 | TYGAM | TV Game Network | 205 |
| EI | EI Entertainment Television | HD | 114 | TVGN | TV Guide Network | 117 |
| ESPN | ESPN | HD | 140 | TVLND | TV Land | 106 |
| ESPN2 | ESPN2 | HD | 144 | USA | USA | HD 105 |
| ESNWS | ESPNEWS | | 142 | VH1 | VH1 | HD 162 |
| ESPNU | ESPNU | | 141 | TWC | Weather Channel | HD 214 |
| FOOD | Food Network | HD | 110 | Plus DishCD Music Channels 950-961 | | |
| FXNWS | FOX News Channel | HD | 205 | Christian | | 975 |
| FX | FX | SAP | 138 | Classical | | 970-973 |
| GEMS | Gems & Jewelry TV | | 229 | Country | | 951-952 |
| HDNET | HDNet -HD only | HD | 362 | Electronic & Dance | | 958-960, 977 |
| HGTV | HGTV | HD | 112 | Family & Kids | | 976 |
| HIST | History | HD | 120 | Hip-Hop/R&B | | 983 |
| HLN | HLN | HD | 202 | Jazz & Blues | | 962, 967, 968, 978 |
| HRTV | HorseRacing TV | | 404 | Latin & International | | 981 |
| HSN | HSN | | 84 | Pop | | 950, 955, 956, 965 |
| HSN2 | HSN2 | | 226 | Rock | | 953, 954, 957, 959, 961, 969, 970, 980 |
| ICTV | In Country Television | | 230 | Standards | | 964, 974 |
| INSP | Inspiration Network | | 259 | | | |

Local Networks channel range 2-70



look.com/multi-hd-hi-res-res-1080i-1080i-1080i-1080i

Public Interest Channels¹

| | | | | | |
|-------|--|------|-------|-----------------------------|------|
| ALMA | Alma Vision Hispanic Network | 9413 | KBS | KBS World ¹ | 9850 |
| BABY1 | BabyFirstTV | 9100 | | | 9100 |
| BYUTV | BYUTV | 9403 | LINK | LinkTV | 9410 |
| CTN | Christian TV Network | 9101 | | | 9101 |
| ARTS | Classic Arts Showcase | 9408 | PNTGN | Pentagon Channel | 9405 |
| CSPAN | C-SPAN | 9102 | | | 9102 |
| EWTN | Eternal Word Television Network ^{SAP} | 261 | IMPCT | The Impact Network | 9397 |
| FSTV | Free Speech TV | 9103 | | | 9103 |
| HHS | Health & Human Services | 9402 | UCTV | University of California TV | 9412 |
| HITN | HITN | 9104 | | | 9104 |

BOLD - Channels in bold are some of our most popular channels.

SAP - FREE Spanish audio feed available. Audio disponible en español. Available on select HD channels. No está disponible en todos los canales HD.

HD - Channels are broadcast in both SD & HD unless indicated as "HD only." You must subscribe to the HD package to receive the HD feed. You must have an HD television to view channels in high definition. All programming subject to change without notice.



America's Top 200 with HD

America's Top 200 includes all of America's Top 120 plus the channels listed below. **HD** indicates channels available in both standard and high definition.

| | | | |
|-------|------------------------------|----|-----|
| AMC | AMC | HD | 130 |
| APL | Animal Planet | HD | 132 |
| BBCA | BBC America | HD | 135 |
| BET | BET | HD | 121 |
| BIG10 | Big Ten Network ¹ | HD | 439 |
| BRAVO | Bravo | HD | 131 |
| CBSN | CBS Sports Network | HD | 152 |
| CURNT | Current TV | | 124 |
| DISXD | Disney XD ^{SAP} | | 174 |
| G4 | G4 | HD | 133 |
| GLVSN | Galavisión | HD | 273 |
| GOLF | Golf Channel | HD | 119 |
| GSN | GSN | HD | 116 |
| HLMRK | Hallmark Channel | HD | 111 |
| IFC | IFC | | 131 |
| ID | Investigation Discovery | HD | 132 |
| LMN | Lifetime Movie Network | HD | 109 |
| MLBN | MLB Network | HD | 138 |
| MSNBC | msnbc | HD | 209 |
| NTGEO | National Geographic Channel | HD | 116 |
| NBATV | NBA TV | HD | 156 |
| NFL | NFL Network | HD | 154 |
| NHLN | NHL Network | HD | 157 |
| NKJR | Nick Jr. | | 198 |
| NUVO | nuvoTV | | 159 |
| OVATN | Ovation | | 231 |
| OWN | OWN: Oprah Winfrey Network | HD | 189 |
| OXYGN | Oxygen | | 127 |
| RFDTV | RFD-TV | HD | 231 |
| SOAP | SOAPnet | | 133 |
| SPEED | SPEED | HD | 150 |
| STYLE | Style | HD | 115 |
| TNCK | TeenNick | | 181 |
| FTRAE | TeleFutura (E) | | 211 |
| FTRAW | TeleFutura (W) ¹ | HD | 212 |
| TRU | truTV | HD | 214 |
| TCM | Turner Classic Movies | HD | 132 |
| UNVSN | Univision (E) | HD | 170 |
| UNVSW | Univision (W) | | 828 |
| WE | WE tv | | 137 |
| WGN | WGN America | HD | 239 |

| | |
|-------------------------------------|----------------------|
| Plus SiriusXM Music Channels | 6002-6090 |
| Christian | 6063, 6064 |
| Classical | 6077-6078 |
| Country | 6058, 6059-6061 |
| Electronic & Dance | 6011-6013 |
| Hip-Hop/R&B | 6044-6049 |
| Jazz, Blues & Standards | 6014-6017 |
| Latin & World | 6030 |
| Pop | 6002-6001, 6003-6008 |
| Rock | 6018-6042 |

Attention:

For the most up-to-date channel lineups, please visit www.comcast.com



America's Top 250 with HD

America's Top 250 includes all of America's Top 200 plus the channels listed below. **HD** indicates channels available in both standard and high definition, except where noted as HD only.

| | | | |
|--------|--|----|-----|
| BIO | Bio | HD | 118 |
| BITV | Bloomberg Television | HD | 203 |
| BOOM | Boomerang ^{SAP} | | 175 |
| CHILR | Chiller | | 199 |
| CLOO | cloo | | 198 |
| CNBCW | CNBC World | | 207 |
| COOK | Cooking Channel | HD | 113 |
| DIY | DIY | HD | 111 |
| ENCOR | Encore (E) -HD only | HD | 340 |
| ENCRW | Encore (W) ^{SAP} | | 341 |
| EACTN | Encore Action | | 343 |
| EDRAM | Encore Drama | | 345 |
| ENFAM | Encore Family | | 347 |
| ELOVE | Encore Love | | 348 |
| ENSUSP | Encore Suspense | | 344 |
| EWSTW | Encore Westerns | | 342 |
| FOXBS | Fox Business Network | HD | 206 |
| FOXMO | Fox Movie Channel | | 133 |
| FSC | Fox Soccer Channel | HD | 406 |
| FUEL | FUEL TV | | 398 |
| GMC | gmc | | 188 |
| GAC | Great American Country (GAC) | | 167 |
| H2 | H2 | HD | 121 |
| HMC | Hallmark Movie Channel | HD | 187 |
| HUB | Hub | HD | 179 |
| MIL | Military Channel | | 195 |
| MPLX | MoviePlex | | 377 |
| MUN2 | mun2 | | 636 |
| NATGWW | Nat Geo WILD | HD | 180 |
| NICKT | Nicktoons Network | | 178 |
| OTDCH | Outdoor Channel | | 396 |
| GREEN | Planet Green | HD | 194 |
| SCI | Science | HD | 183 |
| SPMAN | Sportsman Channel | HD | 395 |
| TENIS | Tennis Channel | HD | 400 |
| TMCW | The Movie Channel (W) ^{SAP} | | 329 |
| TMCXW | The Movie Channel extra (W) ^{SAP} | | 330 |
| EPIX3 | The Three from EPIX ^{SAP} | | 292 |
| VERIA | Veria | HD | 218 |
| VS. | Versus | HD | 151 |
| VH1CL | VH1 Classic | | 163 |

| | |
|---------------------------------|------------------------|
| Plus DISN Music Channels | 923-946 |
| Country | 937 |
| Electronic & Dance | 925, 928, 945 |
| Hip-Hop/R&B | 939 |
| Jazz & Blues | 927 |
| Latin & International | 944 |
| Pop | 923, 926, 929, 931 |
| Rock | 924, 930, 933-936, 946 |
| Standards | 938 |

EXHIBIT 2

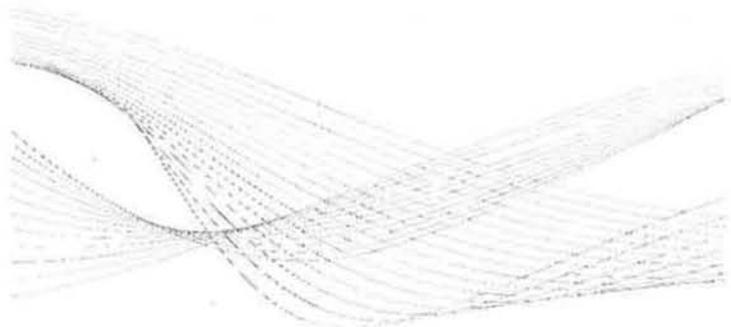


xfinity®



XFINITY TV Channel Lineup

December 2011
Williams



*You must subscribe to a specific tier and have a Digital Converter to receive certain channels. **Premium Services:** You must subscribe to the individual premium service and a digital converter in order to receive the multiplex version of that same channel. Service is subject to terms and conditions of Comcast subscriber agreements. ©2011 Comcast Corporation. All rights reserved.

comcast.

H5975 8455-6000 (0160-0180)

WILLIAMS 12/11

C-076



Standard Cable

2 HSN
3 KCRA-3 (NBC)
4 TBS
5 Local Programming
6 KVIE-6 (PBS)
7 KRCR-7 (ABC)
8 KTXL-40 (FOX)
9 TV Guide Channel
10 KXTV-10 (ABC)
11 KMAX-31 (CW)
12 KUVS-19 (UNI)
13 KOVR-13 (CBS)
14 Spike TV
15 ABC Family
16 KHSL-12 (CBS)
17 Lifetime
18 Disney
19 Cartoon Network
20 ESPN
21 ESPN 2
22 MTV
23 CNN
24 KNVN-24 (NBC)
25 USA Network
26 KQCA-58 (MY)
27 TNT
28 Discovery Channel
29 CNN Headline News
30 HGTV
31 Nickelodeon
32 SoapNet
33 FX
34 CSN California
35 CSN Bay Area
36 TLC
37 Educational Access
38 AMC
39 Fox News Channel
40 E!
41 KSPX-29 (ION)
42 A&E
43 FOX Deportes
44 Galavision
45 KCSO-33 (TLMD)
55 GAC
56 The Weather Channel

57 History
58 Animal Planet
59 KTFK-64 (TF)
60 KTNC-42 (Estrella)
61 TCM
62 VH1
63 National Geographic
78 TBN
97 C-SPAN

Premium Services

551 HBO
553 HBO 2
555 HBO Signature
557 HBO Family
558 HBO Latino
561 Cinemax
565 Moremax
576 Showtime
578 Showtime Too
580 Showtime Showcase
582 Showtime Extreme
Pay-Per-View
801-805 Pay-Per-View Hits
844 Adult Pay-Per-View

Music Choice

701 Hit List
702 Hip-Hop and R&B
703 MC MixTape
704 Dance/Electronica
705 Rap
706 Hip-Hop Classics
707 Throwback Jamz
708 R&B Classics
709 R&B Soul
710 Gospel
711 Reggae
712 Classic Rock
713 Retro Rock
714 Rock
715 Metal
716 Alternative
717 Classic Alternative
718 Adult Alternative
719 Soft Rock
720 Pop Hits
721 '90s
722 '80s
723 '70s
724 Solid Gold Oldies
725 Party Favorites
726 Stage & Screen
727 Kidz Only!
728 Toddler Tunes
729 Today's Country
730 True Country
731 Classic Country
732 Contemporary Christian
733 Sounds of the Season
734 Soundscapes
735 Smooth Jazz
736 Jazz
737 Blues
738 Singers & Swing
739 Easy Listening
740 Classical Masterpieces
741 Light Classical
742 Musica Urbana
743 Pop Latino
744 Tropicales
745 Mexicana
746 Romances

EXHIBIT 3



Jan 12, 2012

Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, N.W.
Suite 800
Washington, DC 20006

To Whom It May Concern:

Media Business Corporation ("MediaBiz") utilizes a multi-step process to accurately identify cable client franchise areas and associated ZIP and ZIP+4 Codes. (A ZIP+4 Code includes the five digits of the United States Postal Service ZIP Code, a hyphen, and four more digits that determine a more precise location than the ZIP Code.)

MediaBiz developed this methodology to address the potential shortcomings in utilizing 5-digit ZIP Code data for "Effective Competition" petitions. This basic methodology has been in place for several years and has been used successfully in many Effective Competition cases at the FCC.

Because ZIP Codes and municipal boundaries are created and managed by different government authorities, the boundaries of ZIP Codes and municipal boundaries often overlap. ZIP Codes frequently span between and beyond municipal boundaries. ZIP+4 Codes, however, usually reside in one and only one municipality. MediaBiz uses Place, Minor Civil Division (MCD), and County boundaries from Dynamap®, a division of Pitney Bowes Business Insight, to determine municipal boundaries. MediaBiz uses the Dynamap® ZIP+4 Centroids database, which contains ZIP+4 centroid correspondence for virtually all deliverable ZIP+4s, to identify ZIP+4 Codes within municipal boundaries, among the over 60 million ZIP+4s in all 50 states, DC, and Puerto Rico, based on current data from the USPS and the U.S. Bureau of the Census, and the Tele Atlas master street database.

MediaBiz then utilizes its ZIP+4 Code mapping to enable our clients to obtain proper "Direct-to-Home" (DTH) subscriber counts for their respective franchise areas by tracking DTH subscribers at the ZIP+4 Code level. (Where MediaBiz determines that a ZIP Code falls entirely within a franchise area, however, it is unnecessary to identify DTH subscribers at the ZIP+4 Code level for that 5-digit ZIP Code. In these instances, MediaBiz identifies such 5-digit ZIP Codes and, accordingly, DTH subscribers are identified by the 5-digit ZIP Code only.

Only ZIP+4 Codes that meet specific criteria are included in this report. The following criteria must be met:

- The centroid of the ZIP+4 Code is within the franchise area; and
- The USPS ZIP+4 Record Type (from Dynamap® ZIP+4 Centroids) is either H - high-rise or S - street

Our methodology has been used by many multiple system operators (MSOs) as part of their Effective Competition relief efforts, and we believe this methodology produces the most accurate and detailed view of ZIP+4 data as it relates to cable franchise areas.


Robert Lehmann
President

MediaBiz

EXHIBIT 4

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated September 22, 2011 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: October 20, 2011

| ZIP Codes | DTH Count |
|----------------------------------|-----------|
| Requested total for Williams, CA | 247 |

Data is current through 8/31/2011

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2011-08-31

| | |
|-----------|-----|
| 959875104 | 3 |
| 959875105 | 8 |
| 959875110 | 3 |
| 959875114 | 12 |
| 959875126 | 3 |
| 959875128 | 40 |
| 959875129 | 18 |
| 959875139 | 3 |
| 959875140 | 3 |
| 959875141 | 2 |
| 959875143 | 2 |
| 959875147 | 2 |
| 959875151 | 10 |
| 959875152 | 10 |
| 959875153 | 8 |
| 959875155 | 0 |
| 959875156 | 0 |
| 959875158 | 0 |
| 959875159 | 8 |
| 959875160 | 7 |
| 959875161 | 3 |
| 959875162 | 1 |
| 959875163 | 7 |
| 959875167 | 8 |
| 959875168 | 10 |
| 959875169 | 11 |
| 959875170 | 9 |
| 959875171 | 6 |
| 959875172 | 6 |
| 959875173 | 2 |
| 959875183 | 9 |
| 959875184 | 9 |
| 959875187 | 3 |
| 959875191 | 0 |
| 959875193 | 15 |
| 959875195 | 4 |
| 959875805 | 1 |
| 959875806 | 1 |
| 959875810 | 0 |
| 959879998 | 0 |
| Total | 247 |

EXHIBIT 5

U.S. Census Bureau



H1

OCCUPANCY STATUS

Universe: Housing units

2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see <http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171 Summary Files as delivered.

| | Williams city, California |
|----------|---------------------------|
| Total: | 1,487 |
| Occupied | 1,369 |
| Vacant | 118 |

Source: U.S. Census Bureau, 2010 Census.

EXHIBIT 6

| | A | B | C | D | E |
|---|------------------|--------------|----------------------------------|---|--|
| | | | Total DBS Subscribers | 2010 Census Occupied Housing Units | % of DBS Penetration In Franchise Area Column C/ Column E |
| 1 | Community | State | | | |
| 2 | Williams | CA | 247 | 1,369 | 18.04% |

CERTIFICATE OF SERVICE

I, Deborah D. Williams, do hereby certify on this 6th day of April, 2012 that a true and correct copy of the foregoing "Petition for Special Relief" has been sent via U.S. mail, postage prepaid to the following:

Mr. Chuck Bergson
City Manager
PO Box 310
Williams, CA 95987


Deborah D. Williams