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

In the Matter of Comcast Cable Communications, LLC, on behalf of its subsidiaries and affiliates	)))	
	)	CSR No. _____
For Determination of Effective Competition in: Media, Pennsylvania (PA1890)	))	

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 Pennsylvania 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]

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[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 easily satisfied in the Media Franchise Area, because two unaffiliated DBS providers serve over 50 percent of the Franchise Area's households with programming comparable to Comcast, and the aggregate penetration rate reported for all "competing providers" far exceeds the 15 percent threshold in the Franchise Area.[6]

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 are clearly satisfied in the Franchise Area.

A. Multiple 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…"[7] This

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

[6] As explained below the competing penetration figure for the Franchise Area includes subscribers from local MVPD competitor Verizon, as well as from the two major DBS providers.

[7] 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 both unaffiliated with Comcast and both "offer" programming that is comparable to Comcast to more than 50 percent of the households in Comcast's Franchise Area.

Service of an MVPD is deemed "offered" under the Competing Provider Test when it is both *technically* and *actually* available.[8] The Commission has determined that DBS service is presumed to be "technically available" throughout the country due to its nationwide satellite footprint.[9] 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.[10] 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

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[8] *Rate Order* ¶ 29.

[9] *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).

[10] *See Rate Order* ¶ 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."[11] The same reasoning applies here. DirecTV and Dish Network are among the largest MVPDs in the nation.[12] With approximately 33.8 million subscribers nationwide,[13] comprising more than 33 percent of all MVPD subscribers,[14] ubiquitous advertising, and the substantial DBS penetration figures in the Franchise Areas, it is clear that consumers in the Franchise Area are "reasonably" aware of the availability of DBS competitors.[15]

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[11] *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*").

[12] *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).

[13] *See* Press Release, DirecTV Inc., *DirecTV Announces Fourth Quarter and Full Year 2011 Results* (Feb. 16, 2012) (reporting that, as of December 31, 2011, DirecTV (US) had 19.9 million subscribers), *available at* http://investor.directv.com/releasedetail.cfm?ReleaseID=649162; *See* Press Release, Dish Network, *Dish Network Reports Fourth Quarter and Year End 2011 Financial Results* (Feb. 23, 2012) (reporting that, as of December 31, 2011, Dish Network had approximately 13.97 million subscribers), , *available at* http://press.dishnetwork.com/press-releases/dish-network-reports-fourth-quarter-and-year-end-2-nasdaq-dish-0855001.

[14] Georg Szalai, *Pay TV Operators Added 300,000 Subscribers in Fourth Quarter*, The Hollywood Reporter, March 19, 2012 (citing SNL Kagan report of 100.31 million video subscribers by the end of 2011), *available at* http://www.hollywoodreporter.com/news/pay-tv-operators-added-subscribers-fourth-quarter-snl-kagan-showtime-starz-hbo-301624.

[15] *See, e.g., Comcast – Various Michigan Communities* ¶ 5; *Bright House Networks – Florida* ¶ 6.

The Competing Provider Test also requires that the programming offered by the competing providers must be "comparable" to the programming offered by the cable operator.[16] The Commission's rules define comparable programming as "at least 12 channels of video programming, including at least one channel of nonbroadcast service programming."[17] The Commission has repeatedly recognized that the DBS Providers offer comparable programming to Comcast under the Commission's Competing Provider Test.[18] Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.[19] And, as shown in the attached channel line-up, Comcast's programming service offerings in the Franchise Area are substantially similar to the DBS programming services.[20]

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 Commission's rules provide that once the first prong of the Competing Provider Test is satisfied (as it is with the DBS service offerings in this case) the subscribers of *all* qualifying MVPDs count toward the 15% penetration figure necessary for a determination of

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[16] *See* 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

[17] 47 C.F.R. § 76.905(g).

[18] *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.").

[19] *See* Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 1.

[20] *See* Comcast Channel Line-up, attached hereto as Exhibit 2.

effective competition (even if they are not available themselves to more than 50% of local households).[21] Verizon offers competing cable service in the community of Media.[22] Accordingly, the Competing Provider subscriber tallies presented in this Petition for this Franchise Area include subscribers from Verizon,[23] as well as from the two major DBS providers. The resulting 32.31 percent penetration figure for Competing Providers in Media easily exceeds the 15 percent threshold.

Because DBS Providers track their subscribers according to the zip codes where each subscriber resides (rather than by political jurisdiction), Comcast relied on ZIP+4 codes associated with the Franchise Area to determine the number of local DBS subscribers. The Commission has previously accepted the use of a ZIP+4 analysis as "reasonable and sufficiently reliable for purposes of determining the presence of effective competition,"[24] and has stated its preference for this approach.[25]

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

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[21] *See* 47 C.F.R. § 76.905(f) (Emphasis added); *see also Time Warner Entertainment Co., L.P. et al. v. FCC*, 56 F.3d 151 (D.C. Cir. 1995) (holding that the subscribers of all MVPDs, other than the largest MVPD, may be aggregated to satisfy the 15 percent threshold).

[22] Verizon's "comparable" channel lineup is set forth in Exhibit 3.

[23] Comcast obtained Verizon's subscribership data for the Franchise Area directly from Verizon, and such data was provided to Comcast on the condition that Comcast seek confidential treatment with respect to such information. Thus, Comcast submits Verizon's subscriber figure for the Franchise Area as **Confidential Exhibit 4** to this Petition (with a redacted version attached).

[24] *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).

[25] *See* Public Notice, "Commission Announces New Standards for Showings of Effective Competition for Cable Service," 23 FCC Rcd. 12067 (2008).

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.[26]

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 Report ("ECTR") from SBCA reflect the total DBS subscribers within the individual ZIP+4 codes associated with the Franchise Area.[27]

The Competing Provider Test also requires that the petitioning cable operator be the largest MVPD in the franchise area. To meet this requirement, Comcast compared the subscribership figures reported by SBCA and Verizon with its own subscribership, and was able to confirm that its own subscribership exceeded DBS and exceeded Verizon subscribership in each of the Franchise Areas.

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[26] *See* Letter from MBC (explaining ZIP+4 methodology), attached hereto as Exhibit 5.

[27] *See* **Confidential Exhibit 6.** This exhibit includes all of the relevant ZIP+4 data relied on in the Petition and the total ZIP+4-based DBS subscribership for the Franchise Area. Comcast is providing a redacted version of this exhibit, which excludes the DBS subscribership numbers corresponding to the Media Franchise Area, in order to present the *aggregate* DBS and Verizon subscriber penetration figures and still maintain the confidential nature of the Verizon subscribership tally for this community.

To determine whether the combined DBS and Verizon subscribership exceeds the statutorily mandated 15 percent threshold in the Franchise Area, Comcast compared the Competing Providers' combined subscribership to the most recent U.S. Census occupied household unit figures for the community.[28] This comparison yields the aggregate penetration rate for Competing Providers in the Franchise Area.

As detailed in **Confidential Exhibit 8**, the *aggregate* subscriber penetration rate for DBS Providers and Verizon in the Media Franchise Area exceeds the 15 percent threshold required under Section 623(1)(l)(B) of the Act.[29] Accordingly, Comcast meets the second prong of the Competing Provider Test in the Franchise Area.

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

CONCLUSION

Comcast has demonstrated herein that it is subject to effective competition in the 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

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[28] *See* Exhibit 7.

[29] *See* **Confidential Exhibit 8.** This exhibit includes the combined DBS and Verizon subscribership and penetration figures for the Media Franchise Area. As noted above, at Verizon's request, Comcast is seeking confidential treatment with respect to the Verizon subscribership data for the Media Franchise Area. Accordingly, Comcast is providing a redacted version of this exhibit, which excludes the DBS and Verizon subscribership numbers associated with the Media Franchise Area, in order to present the *aggregate* DBS and Verizon subscriber penetration figure and still maintain the confidential nature of the Verizon subscribership figures for this community.

of effective competition in the Media, Pennsylvania Franchise Area as of filing date of this Petition.

Respectfully submitted,

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

By: _____
Frederick W. Giroux

Davis Wright Tremaine, LLP
1919 Pennsylvania Avenue, N.W., Suite 800
Washington, D.C. 20006
(202) 973-4200

May 4, 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: _____
Frederick W. Giroux

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1919 Pennsylvania Avenue, N.W.
Suite 800
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(202) 973-4200

May 4, 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 cable subscriber numbers for the Franchise Area at issue in this Petition, the DBS subscriber numbers provided by SBCA for the individual Franchise Area, and the Verizon subscriber number as described in the Petition. Comcast is the largest multichannel video program provider in the Media Franchise Area.

4. The facts contained within the Petition are true and correct to the best of my knowledge, information and belief.

April 30, 2012
Date

Warren Fitting

EXHIBIT 1

REDACTED - FOR PUBLIC INSPECTION

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

PREMIUMS

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

REDACTED - FOR PUBLIC INSPECTION

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 MidAltantic 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: SubTerranean	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

DISH Network

AVAILABLE TO ALL CUSTOMERS

BEST	Best	219	PREVW	Free Preview Guide	102
LQCH	Liquidation Channel	224	[illegible]	[illegible]	[illegible]
EARTH	DISH Earth	287	ONPPV	Pay-Per-View Guide	500
DN101	DISH 101	101	[illegible]	[illegible]	[illegible]
HOME	DishHOME	100			

DishFAMILY Featuring the best family-friendly programming

ALIVE	America Live	219	HMC	Hallmark Movie Channel	187
ANGEL	Angel One	262	[illegible]	[illegible]	[illegible]
ANGL2	Angel Two	266	HSN	HSN	84
APL	Animal Planet	184	[illegible]	[illegible]	[illegible]
BIO	Bio	119	HUB	Hub	179
BITV	Bloomberg Television	203	[illegible]	[illegible]	[illegible]
BOOM	Boomerang SAP	175	INSP	Inspiration Network	259
BUY!	Buy!	221	[illegible]	[illegible]	[illegible]
CBSSN	CBS Sports Network	152	JTV	Jewelry Television	227
CCTVE	CCTV-E	881	[illegible]	[illegible]	[illegible]
CCNEW	CCTV-News	265	NICK	Nick/Nick at Nite (E)	170
COOK	Cooking Channel	113	[illegible]	[illegible]	[illegible]
CSPN2	C-SPAN2	211	NICKT	Nicktoons Network	178
DYSTR	Daystar	263	[illegible]	[illegible]	[illegible]
DIY	DIY	111	QVC	QVC	137
DOC	Documentary Channel	197	[illegible]	[illegible]	[illegible]
FOOD	Food Network	110	SALE	Sale	225
FXNWS	FOX News Channel	205	[illegible]	[illegible]	[illegible]
FSC	FOX Soccer Channel	406	SHOP	shop	224
GEMS	Gems and Jewelry	229	[illegible]	[illegible]	[illegible]
GAC	Great American Country (GAC)	167	TVLND	TV Land	106
HLMRK	Hallmark Channel	185	[illegible]	[illegible]	[illegible]

Sports Networks

ALTUD	Altitude Sports & Entertainment	HD	410	FOXOH	Fox Sports Ohio	HD	425
CSTNO	Cox Sports Television New Orleans	HD	421	PRIME	Fox Sports Prime Ticket	HD	411
CSNBA	Comcast SportsNet Bay Area	HD	419	FOXS	Fox Sport South	HD	420
CSNCA	Comcast SportsNet California	HD	409	FOXSW	Fox Sports Southwest	HD	416
CSNCH	Comcast SportsNet Chicago	HD	429	FOXW	Fox Sports West	HD	417
CSNMA	Comcast SportsNet Mid-Atlantic	HD	424	FUEL	FUEL TV		396
CSNNE	Comcast SportsNet New England	HD	435	MASN	Mid-Atlantic Sports Network		432
ESPCL	ESPN Classic*		143	MASN2	Mid-Atlantic Sports Network Atlantic		433
FSC	Fox Soccer Channel	HD	406	NESN	New England Sports Network	HD	434
FOXS+	Fox Soccer *Plus***		407	NFLRZ	NFL Redzone*	HD	155
FOXAZ	Fox Sports Arizona	HD	415	RTNW	ROOT Sports Northwest	HD	426
FOXCN	Fox Sports Cincinnati	HD	427	RTPT	ROOT Sports Pittsburgh	HD	428
FOXD	Fox Sports Detroit	HD	430	RTRM	ROOT Sports Rocky Mountain	HD	414
FOXFL	Fox Sports Florida	HD	423	SPSOU	SportSouth	HD	437
FOXMW	Fox Sports Midwest	HD	418	STO	SportTime Ohio	HD	431
FOXN	Fox Sports North	HD	436	SUN	Sun Sports	HD	422

HD - Channels are broadcast in both SD & HD unless indicated as "HD only." You must have an HD television to view channels in high definition.

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 esta disponible en todos los canales HD.

Availability of Regional Sports Networks based on geographical location and programming package subscription. *Only available with Multi-Sport Pack. **Available a la carte.

All programming subject to change without notice. †Requires additional fees to view. Limited number of channels available in HD.

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1 = Public Interest programming availability varies by satellite orbital location and programming package. Purchase of a second dish antenna may be required. 2 = Available at no cost to all DISH Network customers. KBS World requires DISH 500+ or DISH 1000+ antenna and subscription to qualifying programming. Additional fees may apply for existing DISH Network customers to upgrade their dish antenna. 3 = Available in: Ohio, Michigan, Iowa, Wisconsin, Minnesota, Illinois and sections of Pennsylvania and Indiana. 4 = TelePulse East is available to subscribers in the Eastern and Central time zones. TelePulse West is available to subscribers in the Mountain and Pacific time zones. TelePulse West in HD is available to all time zones.

Blockbuster Movie Pass®

Includes Blockbuster by mail. Some restrictions apply. For more information visit dish.com/blockbustermoviepass

CTRC	Centric	HD	371	MGM	MGM	HD	385
CI	Crime & Investigation	HD	368	[illegible]	[illegible]	[illegible]	[illegible]
ESUSP	Encore Suspense		344	PLDIA	Palladia	HD	369
EPIX1	EPIX SAP	HD	380	[illegible]	[illegible]	HD	[illegible]
EPIX2	EPIX2 SAP	HD	381	RETRO	RetroPlex	HD	379
HMC	Hallmark Movie Channel	HD	187	[illegible]	[illegible]	HD	[illegible]
HDTHR	HD Theater	HD	364	SCINE	Starz Cinema		353
HDNMV	HDNet Movies	HD	383	[illegible]	[illegible]		[illegible]
INDIE	IndiePlex	HD	378	UNIHD	Universal HD	HD	366
LOGO	LOGO	HD	373	[illegible]	[illegible]		[illegible]
MAVTV	MavTV	HD	361				

Some HD channels only available in HD.

Premium Movie Packages

HBO

HBO-E	HBO (E) SAP	HD	300
HBO2E	HBO2 (E) SAP	HD	301
HBOSG	HBO Signature SAP	HD	302
HBO-W	HBO (W) SAP	HD	303
HBO2W	HBO2 (W) SAP		304
HBOFM	HBO Family SAP	HD	305
HBOCY	HBO Comedy SAP	HD	307
HBOZ	HBO Zone HD only	HD	308
HBOLT	HBO Latino	HD	309

starz

ENCOR	Encore (E) SAP	HD	340
STARZ	Starz (E) SAP	HD	350
STRZW	Starz (W) SAP	HD	351
SEDGE	Starz Edge SAP	HD	352
SCINE	Starz Cinema SAP		353
STZC	Starz Comedy	HD	354
SBLCK	Starz InBlack SAP		355
SK&FM	Starz Kids & Family SAP	HD	356

cinemax

MAX-E	Cinemax (E) SAP	HD	310
MAX-W	Cinemax (W) SAP	HD	311
MOMAX	MoreMAX SAP		312
ACMAX	ActionMAX SAP	HD	313
5-MAX	5StarMAX SAP	HD	314

SHOWTIME

SHO-E	Showtime (E) SAP	HD	318
SHO-W	Showtime (W) SAP	HD	319
SHOTO	Showtime 2 SAP	HD	320
SHOOS	Showtime Showcase SAP	HD	321
SHOEX	Showtime Extreme SAP		322
SBYND	Showtime Beyond SAP		323
TMC-E	The Movie Channel (E) SAP	HD	325
TMCXE	The Movie Channel Xtra (E) SAP		326
FLIX	FLIX		339

DISH Cinema and Pay-Per-View Sports & Events†

MOVIE	DISH Cinema	1-103-600-558	SPORT

Need some help?

WE CAN ANSWER YOUR QUESTIONS ONLINE:

- dish.com/supportcenter
- facebook.com/dishnetwork
- twitter.com/dishnetwork

YOU CAN ALSO FIND ANSWERS HERE:

- Receiver User's Guide
- Channel 100 – DISH HOME Interactive
- DISH 101 – Support Channel (Ch 101)
- Customer Support 1-800-333-DISH (3474)

Connect your receiver to broadband Internet or a phone line to get more out of your DISH service. **For more info visit: dish.com/getconnected.**

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RETEN632 Online

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
ABCFM	ABC Family		160
ALIVE	America Live		219
ANGEL	Angel One		262
ANGL2	Angel Two		266
BTV	Business Television		9602
BUY	Buy!		221
TOON	Cartoon Network (E) SAP	HD	176
TOONW	Cartoon Network (W)		177
CCTVE	CCTV-E		884
CCNEW	CCTV-News		265
CHRCH	Church Channel		255
CMT	CMT	HD	166
CNBC	CNBC	HD	208
CNN	CNN	HD	200
CMDY	Comedy Central	HD	107
CSPN2	C-SPAN2		211
DYSTR	Daystar		253
DISC	Discovery Channel	HD	182
DISE	Disney Channel (E)		172
DISW	Disney Channel (W)		173
DOC	Documentary Channel		197
E!	E! Entertainment Television	HD	114
ESPN	ESPN	HD	140
ESPN2	ESPN2	HD	144
ESNWS	ESPNEWS		142
ESPNU	ESPNU		141
FOOD	Food Network	HD	110
FXNWS	FOX News Channel	HD	205
FX	FX SAP	HD	136
GEMS	Gems & Jewelry TV		229
HONET	HONet -HD only	HD	362
HGTV	HGTV	HD	112
HIST	History	HD	120
HLN	HLN	HD	202
HRTV	HorseRacing TV		404
HSN	HSN		84
HSN2	HSN2		220
ICTV	In Country Television		230
INSP	Inspiration Network		259
ION	ION (E)		216
IONW	ION (W)		217
JTV	Jewelry Television		227
LIFE	Lifetime	HD	108
MALL	Mall		220
MTV	MTV	HD	160
MTV2	MTV2		161
NICK	Nick/Nick at Nite (E)	HD	170
NICKW	Nick/Nick at Nite (W)		171
OVD	OVD		187
REELZ	ReelzChannel		299
SALE	SALE		226
SHOP	shop		224
SHNBC	ShopNBC		228
SBN	SonLife Broadcasting Network		257
SPIKE	SpikeTV	HD	186
SYFY	Syfy	HD	122
TBS	TBS SAP	HD	139
TLC	TLC	HD	183
TNT	TNT SAP	HD	138
TRV	Travel Channel	HD	196
TVGAM	TV Games Network		405
TVGN	TV Guide Network		117
TVLND	TV Land		106
USA	USA	HD	105
VH1	VH1	HD	162
TWC	Weather Channel	HD	214
Plus DishCD Music Channels			**950-991**
Christian			975
Classical			970-973
Country			951-952
Electronic & Dance			958, 986, 977
Family & Kids			976
Hip-Hop/R&B			963
Jazz & Blues			962, 967, 968, 978
Latin & International			981
Pop			950, 956, 966, 965
Rock			953, 954, 957, 959-961, 969, 979, 980
Standards			964, 974

Local Networks channel range 2-70

abc CBS NBC FOX

Local channels available in HD in select markets. Check local listings for channel number.

Public Interest Channels[1]

ALMA	Alma Vision Hispanic Network	9413
BABY1	BabyFirstTV	9401
BYUTV	BYUTV	9403
CTN	Christian TV Network	261
ARTS	Classic Arts Showcase	9408
CSPAN	C-SPAN	210
EWTN	Eternal Word Television Network SAP	261
FSTV	Free Speech TV	9310
HHS	Health & Human Services	9402
HITN	HITN	9311
KBS	KBS World[2]	9850
[illegible]	[illegible]	[illegible]
LINK	LinkTV	9410
[illegible]	[illegible]	[illegible]
PNTGN	Pentagon Channel	9405
[illegible]	[illegible]	[illegible]
IMPCT	The Impact Network	9397
[illegible]	[illegible]	[illegible]
UCTV	University of California TV	9412
[illegible]	[illegible]	[illegible]

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	[illegible]
BBCA	BBC America	HD	135
BET	BET	HD	[illegible]
BIG10	Big Ten Network[3]	HD	439
BRAVO	Bravo	HD	[illegible]
CBSSN	CBS Sports Network	HD	152
CURNT	Current TV		[illegible]
DISXD	Disney XD SAP		174
G4	G4	HD	[illegible]
GLVSN	Galavisión	HD	273
GOLF	Golf Channel	HD	[illegible]
GSN	GSN	HD	116
HLMRK	Hallmark Channel	HD	[illegible]
IFC	IFC		131
ID	Investigation Discovery	HD	[illegible]
LMN	Lifetime Movie Network	HD	109
MLBN	MLB Network	HD	[illegible]
MSNBC	msnbc	HD	209
NTGEO	National Geographic Channel	HD	[illegible]
NBATV	NBA TV	HD	156
NFL	NFL Network	HD	[illegible]
NHLN	NHL Network	HD	157
NKJR	Nick Jr.		[illegible]
NUVO	nuvoTV		159
OVATN	Ovation		[illegible]
OWN	OWN: Oprah Winfrey Network	HD	189
OXYGN	Oxygen		[illegible]
RFDTV	RFD-TV	HD	231
SOAP	SOAPnet		[illegible]
SPEED	SPEED	HD	150
STYLE	Style	HD	[illegible]
TNCK	TeenNick		181
FTRAE	TeleFutura (E)[4]		[illegible]
FTRAW	TeleFutura (W)[4]	HD	272
TRU	truTV	HD	[illegible]
TCM	Turner Classic Movies	HD	132
UNVSN	Univision (E)	HD	[illegible]
UNVSW	Univision (W)		828
WE	WE tv		[illegible]
WGN	WGN America	HD	239
Plus SiriusXM Music Channels			**6002-6090**
Christian			6063, 6064
Classical			[illegible]
Country			6056, 6058-6061
Electronic & Dance			[illegible]
Hip Hop/R&B			6044-6049
Jazz, Blues & Standards			[illegible]
Latin & World			6090
Pop			[illegible]
Rock			6019-6042

Attention:
For the most up-to-date [illegible] please visit [illegible]

America's Top 250 with HD

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

BIO	Bio	HD	119
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
EWSTN	Encore Westerns		342
FOXB	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	12[illegible]
HMC	Hallmark Movie Channel	HD	18[illegible]
HUB	Hub	HD	17[illegible]
MIL	Military Channel		19[illegible]
MPLEX	MoviePlex		37[illegible]
MUN2	mun2		98[illegible]
NATGW	Nat Geo WILD	HD	19[illegible]
NICKT	Nicktoons Network		17[illegible]
OTDCH	Outdoor Channel		39[illegible]
GREEN	Planet Green	HD	19[illegible]
SCI	Science	HD	19[illegible]
SPMAN	Sportsman Channel	HD	39[illegible]
TENIS	Tennis Channel	HD	40[illegible]
TMC-W	The Movie Channel (W) SAP		32[illegible]
TMCXW	The Movie Channel xtra (W) SAP		33[illegible]
EPIX3	The Three from EPIX SAP		23[illegible]
VERIA	Veria	HD	218
VS.	Versus	HD	15[illegible]
VH1CL	VH1 Classic		16[illegible]
Plus DISH Music Channels			**923-946**
Country			93[illegible]
Electronic & Dance			925, 928, 945
Hip-Hop/R&B			93[illegible]
Jazz & Blues			92[illegible]
Latin & International			94[illegible]
Pop			923, 926, 929, 931
Rock			924, 930, 933-936, 946
Standards			938

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EXHIBIT 2

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Comcast Channel Lineup

Effective April 25, 2012

Comcast of Delaware County

Aldan Aston Bethel Township Brookhaven Chester City Chester Township Chester Heights Clifton Heights Collingdale Colwyn Concord Township Darby Boro Darby Township East Lansdowne Eddystone Folcroft Glenolden Haverford Lansdowne Lower Chichester Marcus Hook Marple Media Boro Middletown Milbourne Morton Nether Providence Norwood Parkside Prospect Park Radnor Ridley Park Ridley Township Rose Valley Rutledge Sharon Hill Springfield Swarthmore Tinicum Township Trainer Upland Upper Chichester Upper Darby Upper Providence Yeadon

	On Demand
	CBS 3 (KYW, Phila.)
	QVC
	6 ABC (WPVI, Phila.)
	NBC 10 (WCAU, Phila.)
	HSN
	PHL 17 (WPHL, Phila.)
	Comcast Network
	Fox 29 (WTXF, Phila.)
0	Government Access/PCN
1	Educational Access
2	WHYY (PBS, Phila.)
3	CW Philly 57 (WPSG, Phila.)
4	WLVT
5	WFMZ
6	Univision (WUVP, Phila.)
7	ION Television (WPPX, Phila.)
8	WGTW (TBN)
9	WMCN
0	MiND (WYBE, Phila.)
1	Comcast Community Channel
2	WBPH
3	NJTV
4	Telemundo (WWSI, Phila.)
5	WTVE
7	Hallmark Channel
8	TNT
9	USA
0	ABC Family
1	Disney Channel
2	Cartoon Network
4	ESPN
5	ESPN2
6	Comcast SportsNet
7	Speed
8	Golf Channel
9	NBC Sports Network
0	FX
1	truTV
2	Spike
3	Comedy Central
4	E!
5	BET
6	Style
7	Syfy
8	Fox News Channel
9	CNN
0	HLN
1	CNBC
2	MSNBC
3	MTV
4	OWN
5	VH1
7	AMC
8	A&E
9	Bravo
0	Lifetime
1	Nickelodeon
62	TCM
63	TV Land
64	Discovery Channel
65	TLC
66	History Channel
67	Animal Planet
68	Travel Channel
69	Food Network
70	HGTV
77	The Weather Channel
78	WGN
94	TV Guide Entertainment, Scrolling Guide
96	C-SPAN
98	EWTN
99	TBS
100	TV Guide Entertainment, Full Screen, No Scroll
101	Weatherscan Local
102/102	ESPNews
103	Bloomberg TV
104	C-SPAN2
105	C-SPAN3
106	Fox Business Network
107	Current TV
108	Nat Geo Wild
109	National Geographic Channel
110	Science Channel
111	Investigation Discovery
112	Military Channel
113	Planet Green
114	BBC America
115	bio.
116	H2
117	WE tv
118	Style
119	Lifetime Movie Network
120	Disney Junior
121	DIY
122	The Cooking Channel
123	Oxygen
126	Cartoon Network
128	Sprout
129	Nicktoons
130	The Hub
131	Nick Jr.
132	Nick 2
133	TeenNick
134	Encore Family
135	Disney XD
137	Hallmark Channel
138	AMC
139	MTV Hits
140	MTV2
141	MTV Tr3s: MTV Música y Más
142	MTV Jams
143	VH1 Classic
144	VH1 Soul
145	CMT Pure Country
146	CMT
147	GAC
148	Fuse
149	MoviePlex
150	Encore
152	Encore Action
154	Encore Suspense
155	Ovation
156	Encore Love
157	Hallmark Movie Channel
158	Encore Drama
160	Encore Westerns
162	G4
163	LOGO
164	IFC
165	Sundance
166	FEARnet On Demand^
167	IndiPlex
168	RetroPlex
170	Flix
171	BBC World News
173	TV One
174	Centric
175	RLTV
179	GSN
180/180	NFL Network
181	Discovery Fit & Health
184	Jewelry TV
186	PCN
188	Travel Channel
189	gmc
190	Leased Access
191/191	MLB Network HD†
194	Smithsonian
195	ABC Family HD†
200	Comcast SportsNet HD†
201	Comcast Network HD†
202	ESPN HD†
203	ESPN2 HD†
204	TNT HD†
205	Velocity HD†
206	NBC Sports Network HD†
207	Golf Channel HD†
208	Universal HD†
209	Palladia HD†
210	National Geographic Channel HD†
211	A&E HD†
213	HGTV HD†
215	HBO HD†
216	Food Network HD†
217	History Channel HD†
218/218	NFL Network HD†
219	Cinemax HD†
220	TBS HD†
221	CNN HD†
222	USA HD†
223	Showtime HD†
224	Discovery Channel HD†
225	TLC HD†
226	Syfy HD†
227	Starz! HD†
230	Animal Planet HD†
231	6 ABC HD (WPVI HD, Phila.)†
232	NBC 10 HD (WCAU HD, Phila.)†
233	CBS 3 HD (KYW HD, Phila.)†
234	Fox 29 HD (WTXF HD, Phila.)†
235	PHL 17 HD (WPHL HD, Phila.)†
236	CW Philly 57 HD (WPSG HD, Phila.)†
238	AMC HD†
239	Disney Channel HD†
240	WHYY HD (PBS HD, Phila.)†
244	WLVT HD†
245	Live Well HD (WPVI HD, Phila.)†
246	Live Well (WPVI, Phila.)
248	Philly Non-Stop (WCAU, Phila.)
249	Me-TV Network (WFMZ, PA)
250	This TV (WPHL, Phila.)
251	Telefutura (WFPA , Phila.)
252	Antenna TV (WPHL, Phila.)
253	Tango Traffic (WPHL, Phila.)
257	Y Arts (WHYY, Phila.)
258	Y Info (WHYY, Phila.)
261	NJTV
262	Bounce TV (WMCN, Phila.)
263	RT (WYBE, Phila.)
264	France 24 (WYBE, Phila.)
265	NHK World (WYBE, Phila.)
266	Create (WLVT)
267	V-ME (WLVT)
268	Azteca (WZPA, Phila.)
271	WFMZ HD†
272	ION Television HD (WPPX HD, Phila.)†
274	NFL RedZone HD†
282	Jewelry TV
283	ShopNBC
287	Daystar
298	Free Movies On Demand
299	HBO On Demand
300	HBO HD†
301	HBO
302	HBO2
303	HBO Signature
304	HBO Family
305	HBO Comedy
306	HBO West
310	HBO Zone
311	HBO Latino
312	HBO2 HD†
315	Movies On Demand
316	HBO Zone HD†
317	HBO Latino HD†
319	Cinemax HD†
320	Cinemax
321	MoreMAX
322	Cinemax West
324	ActionMAX
325	ThrillerMAX
327	WMAX
328	@MAX
329	5StarMAX
330	OuterMAX
339	Showtime HD†
340	Showtime
341	Showtime2
342	Showtime Showcase
346	Showtime Beyond
347	Showtime Extreme
350	TMC
352	TMC Xtra
369	Starz! HD†
370	Starz!
371	Starz! Edge
372	Starz! In Black
373	Starz! Kids & Family
374	Starz! Cinema
375	Starz! Comedy
401	Hit List
402	Hip-Hop and R&B
403	MC Mixtape
404	Dance/Electronica
405	Rap
406	Hip-Hop Classics
407	Throwback Jamz
408	R&B Classics
409	R&B Soul
410	Gospel
411	Reggae
412	Classic Rock
413	Retro Rock
414	Rock
415	Metal
416	Alternative
417	Classic Alternative
418	Adult Alternative
419	Soft Rock
420	Pop Hits
421	90's
422	80's
423	70's
424	Solid Gold Oldies
425	Party Favorites
426	Stage & Screen
427	Kidz Only!
428	Toddler Tunes
429	Today's Country
430	True Country
431	Classic Country
432	Contemporary Christian
433	Sounds of the Season
434	Soundscapes
435	Smooth Jazz
436	Jazz
437	Blues

A current line-up is always available on-line at www.comcast.com

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EY

MITED BASIC[1]
XPANDED SERVICE[2]
IGITAL PREFERRED TIER[5]
REMIUM[3]
ELECTO[3]
IULTILATINO[3]
ITERNATIONAL PREMIUMS[3]
PORTS ENTERTAINMENT PACKAGE[5]
N DEMAND[4]
AY-PER-VIEW[4]
IUSIC CHOICE®[4]

All channels require a CableCard, digital converter, digital adapter or digital ready television.

Channels require a CableCard, digital converter, digital adapter, 3D capable equipment or subscription to the HD Technology fee is required to view.

Channels require a CableCard, digital converter or subscription to the HD Technology fee is required to view.

A CableCard, digital converter or subscription to the HD Technology fee is required to view.

Channels require a CableCard, digital converter or subscription to the HD Technology fee is required to view. Minimum subscription to Digital Starter required.

HDTV broadcast signals are included with subscription to Limited Basic Service. To receive HDTV signals provided by the Company, HDTV capable television set (not provided by the Company) and/or an HDTV capable digital converter are required. To receive Expanded Basic, Digital Preferred Tier, Sports Entertainment Package or Premium HDTV signals, a subscription to that service and subscription to HD Technology fee is required. A digital converter, HDTV converter and/or subscription to HD technology fee is required to view On Demand programming.

Minimum subscription of Digital Starter Required.

Minimum subscription of Digital Preferred Required.

ubscription to a premium service nd a digital converter are required order to receive multiple screens nd On Demand programming for that ame premium service. Certain On emand programming may require a ubscription to other levels of service. he listed programs, packages, ervices, channel numbers, content, rmat and other aspects of Comcast's ervice are its current offerings and are ubject to change or discontinuance at ny time in accordance with applicable w. Federal law requires subscription Limited Basic Service to receive ny other level of video service. Other estrictions apply.

or questions, call 1-800-COMCAST.

438 Singers & Swing
439 Easy Listening
440 Classical Masterpieces
441 Light Classical
442 Musica Urbana
443 Pop Latino
444 Tropicales
445 Mexicana
446 Romances
488 Free HD Movies†
490 Premium Channels HD†
491 Music HD†
500 On Demand Previews*
501 iNDEMAND 1 - PPV
502 iNDEMAND 2 - PPV
503 iNDEMAND 3 - PPV
504 HD Pay-Per-View†
540 Adult On Demand
544/544 Playboy
558 V-ME (WLVT)
561 Univision (WUVP, Phila.)
563 Telefutura (WFPA,Phila.)
565 Telemundo (WWSI, Phila.)
567/567/567 Galavision
568 Azteca (WZPA, Phila.)
570/570 CNN en Español
571 Sur TV
575/575 Discovery en Español
577/577 History en Español
578 Infinito
579 HITN
584/584 Fox Deportes
585/585 ESPN Deportes
586/586 GOL TV
590/590 Disney XD Español
591 Discovery Familia
592 ¡Sorpresa!
597 EWTN en Español
598 La Familia
599 TBN Enlace
601 Mexicanal
602 Canal 52MX
604 TeleFórmula
605 Multimedios
606 CBTV Michoacan
607 Once TV
608 Mexico 22
611/611 WAPA America
618 TVE
626 La Tele Novela
630/630/630 MTV Tr3s: MTV Música y Más
631/631/631 mun2
633 Telehit
635 Ritmoson Latino
636 Bandamax
637 Videorola
639 HTV Música
641 De Pelicula
642 De Pelicula West
643 De Pelicula Clásico
644 De Pelicula Clásico West
645/645 Cine Mexicano
646 Cine Mexicano West
647/647 Cine Latino
649/649 Viendo Movies
651 Gran Cine
652 The Israeli Network
653 TV Polonia
655 RTN
656 Channel One Russia (C1R)
657 TV1000 Russian Kino
660 CTI - Zhong Tian
661 CCTV-4
662 Phoenix Info News
663 Phoenix North America
664 ETTV Super Channel
667 TVK
668 GMA Life TV
669 GMA Pinoy TV
670 TFC (The Filipino Channel)
672 SBTN
676 DW (Amerika)
678 Mediaset
679 Rai Italia
681 SIC
682 TV Globo
684 ART
688 TV5 Monde
689 NEO Cricket
690 STAR India NEWS
691 Zee TV
692 Life OK
693 STAR India PLUS
694 SET Asia (Sony TV)
695 TV Asia
696 STAR India GOLD
701-706 iNDEMAND PPV Sports Packages
714 Big Ten Network Xtra 1
715 Big Ten Network
718 TV Games
720 Fox College Sports (Atlantic)
721 Fox College Sports (Central)
722 Fox College Sports (Pacific)
723 ESPN Classic
725 Fox Soccer Channel
726 GOL TV
728 Outdoor Channel
730/730 ESPN U
731/731 NBA TV
732/732 CBS Sports Network
733/733 NFL Network
734 NFL RedZone
735 Tennis Channel
736 Sportsman
738/738 MLB Network
739/739 NHL Network
749/749 NBA TV
750-759 iNDEMAND PPV Sports Packages
771-784 iNDEMAND PPV Sports Packages
785 HD Pay-Per-View†
790 Live Well HD (WPVI HD, Phila.)†
792 WFMZ HD†
793 WLVT HD†
795 Univision HD (WUVP HD, Phila.)†
796 Telemundo HD (WWSI) †
799 ION Television HD (WPPX HD, Phila.)†
800 NJTV HD†
801 HD On Demand†
803 CBS 3 HD (KYW HD, Phila.)†
804 HSN HD†
805 Fox 29 HD (WTXF HD, Phila.)†
806 6 ABC HD (WPVI HD, Phila.)†
807 PHL 17 HD (WPHL HD, Phila.)†
808 QVC HD†
810 NBC 10 HD (WCAU HD, Phila.)†
811 CW Philly 57 HD (WPSG HD, Phila.)†
812 WHYY HD (PBS HD, Phila.)†
814 WGN HD†
815 The Weather Channel HD†
816 HLN HD†
817 CNN HD†
818 MSNBC HD†
819 CNBC HD†
820 Fox News Channel HD†
821 Fox Business Network HD†
822 Universal HD†
823 USA HD†
824 FX HD†
825 TNT HD†
826 TBS HD†
827 Spike HD†
828 Comedy Central HD†
829 Syfy HD†
830 Hallmark Channel HD†
831 A&E HD†
832 Bravo HD†
833 E! HD†
834 Style HD†
835 Lifetime HD†
836 WE tv HD†
837 TLC HD†
838 HGTV HD†
839 Food Network HD†
840 Travel Channel HD†
841 truTV HD†
847 Comcast SportsNet HD†
848 NBC Sports Network HD†
849 Golf Channel HD†
850 ESPN HD†
851 ESPN2 HD†
852/852 ESPNews HD†
853/853 ESPN U HD†
854/854 CBS Sports Network HD†
855 Big Ten Network HD†
856 Comcast Network HD†
857 Speed HD†
858/858 NHL Network HD†
859/859 MLB Network HD†
860/860 NFL Network HD†
861 NFL RedZone HD†
862 Tennis Channel HD†
863/863 NBA TV HD†
865 TV One HD†
866 BET HD†
867 G4 HD†
868 Animal Planet HD†
869 Discovery Channel HD†
870 Velocity HD†
871 National Geographic Channel HD†
872 Science Channel HD†
873 Planet Green HD†
874 bio. HD†
875 History Channel HD†
876 H2 HD†
877 Disney XD HD†
878 Cartoon Network HD†
879 Nickelodeon HD†
880 Disney Channel HD†
881 ABC Family HD†
882 Palladia HD†
883 CMT HD†
884 MTV HD†
885 Fuse HD†
886 VH1 HD†
887 gmc HD†
888 Spotlight Showcase On Demand
889 AMC HD†
890 TCM HD†
891 Encore HD†
892 MGM HD†
893 IFC HD†
894 Hallmark Movie Channel HD†
895 Lifetime Movie Network HD†
897 HDNet†
899 Investigation Discovery HD†
980 ESPN 3D†
981 XFINITY 3D†
986 Searchlight Entertainment
987 Searchlight Shop
989 Searchlight Automotive
990 Searchlight
991 Searchlight Travel & Leisure
992 Searchlight Jobs by Monster
993 Searchlight
1216 Bloomberg TV HD†
1217 C-SPAN HD†
1225 BBC America HD†
1262 Nat Geo Wild HD†
1265 Smithsonian HD†
1316 TV Guide Entertainment HD†
1318 EWTN HD†
1325 GSN HD†
1334 Oxygen HD†
1345 Ovation HD†
1368 Galavision HD†
1505 Sprout HD†
1511 The Hub HD†
1512 Fox Soccer Chanel HD†
1513 Gol TV HD†
1630 Outdoor Channel HD†
1631 Sportsman HD†

Family Tier -
Includes C-SPAN, C-SPAN2, The H Disney Channel, Disney XD, DIY, F Network, HGTV, HLN, Nickelode National Geographic Channel, Spr TBN, TeenNick, Science Channel The Weather Channel.

Digital Economy -
Includes Limited Basic Service, broadcast channels, A&E, AMC, Ani Planet, BET, Cartoon Network, C Comedy Central, C-SPAN, C-SPA Discovery Channel, Disney Channel EWTN, Food Network, Fox News Chan Hallmark Channel, History Chan HSN, QVC, Jewelry TV, Lifetime, Sp TV Guide Entertainment, TV Land, tn USA, The Weather Channel, and, wh available, TBN and WGN. Package includes the corresponding HD chan (HDTV equipment is required to v Digital Economy HD channels).

MultiLatino Max -
Includes Digital Economy, MultiLat Bravo, ESPN, ESPN2, Golf Chan Lifetime Movie Network, M Nickelodeon, Sprout, Syfy, TBS, T TNT, NBC Sports Network, VH1, Com SportsNet and all associated regi sports overflow channels.

MultiLatino Ultra –
Includes all channels available MultiLatino Max and Digital Prefe Tier.

A current line-up is always available on-line at www.comcast.com

EXHIBIT 3

FiOS TV Channels

Use the tools below to compare FiOS TV packages, explore channel listings and choose your favorite channels.

Choose Plans to Compare		FiOS TV Ultimate HD 416 Channels 120 HD
3	CBS - KYW-TV 3	■
6	ABC - WPVI-TV 6	■
8	WGN America	■
9	Pennsylvania Cable N...	■
10	NBC - WCAU-TV 10	■
12	PBS - WHYY-TV 12	■
13	FOX - WTXF-TV 29	■
14	Univision - WUVP-TV ...	■
15	WFMZ-TV 69	■
16	CW - WPSG-TV 57	■
17	PHL 17	■
18	ION-TV 61	■
19	WMCN-TV 44	■
23	NJTV.	■
25	WTVE-TV 51	■
26	WFPA Telefutura	■
27	Telemundo - WWSI-TV ...	■
35	MiND - WYBE-TV 35	■
39	PBS - WLVT-TV 39	■
42	Boro of Media Govern...	■
47	TBN - WGTW-TV-48	■
49	Weatherscan Local	■
50	USA Network	■
51	TNT	■
52	TBS	■
53	FX	■
54	Spike TV	■
70	ESPN	■
71	ESPN Classic	■

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72	ESPNews	[redacted]
73	ESPN U	[redacted]
74	ESPN2	[redacted]
76	Comcast SportsNet Ph...	[redacted]
83	Speed	[redacted]
84	Fox Soccer	[redacted]
85	Big Ten Network	[redacted]
86	MLB Network	[redacted]
87	NHL Network	[redacted]
88	NFL Network	[redacted]
89	NBA TV	[redacted]
90	NBC Sports Network	[redacted]
94	CBS Sports Network	[redacted]
96	SportsNet New York N...	[redacted]
99	The Comcast Network	[redacted]
100	CNN	[redacted]
101	CNN Headline News	[redacted]
102	CNBC	[redacted]
103	MSNBC	[redacted]
104	Bloomberg TV	[redacted]
105	CNN International	[redacted]
106	CNBC World.	[redacted]
107	BBC World News	[redacted]
108	ABC News Now	[redacted]
109	C-SPAN	[redacted]
110	C-SPAN 2	[redacted]
111	C-SPAN 3	[redacted]
117	Fox Business Network	[redacted]
118	Fox News	[redacted]
119	The Weather Channel	[redacted]
120	Discovery Channel	[redacted]
121	National Geographic ...	[redacted]
122	Science	[redacted]
123	Investigation Discov...	[redacted]
124	Pentagon Channel	[redacted]
125	Military Channel	[redacted]

126	Military History Cha...	[redacted]
127	H2.	[redacted]
128	History Channel	[redacted]
129	bio: The Biography C...	[redacted]
130	Animal Planet	[redacted]
131	FiOS TV Information	[redacted]
132	National Geographic ...	[redacted]
134	Smithsonian Channel	[redacted]
139	TLC	[redacted]
140	Lifetime	[redacted]
141	LMN	[redacted]
142	Lifetime Real Women	[redacted]
143	Soapnet	[redacted]
144	Oxygen	[redacted]
149	WE tv	[redacted]
150	QVC	[redacted]
151	HSN	[redacted]
152	Liquidation Channel	[redacted]
155	Jewelry Television	[redacted]
157	ShopNBC	[redacted]
158	WOW	[redacted]
160	Style	[redacted]
161	OWN: Oprah Winfrey N...	[redacted]
162	Veria Living	[redacted]
163	Discovery Fit & Heal...	[redacted]
164	Food Network	[redacted]
165	HGTV	[redacted]
166	Cooking Channel	[redacted]
167	DIY [Do It Yourself]	[redacted]
168	Planet Green	[redacted]
169	Wealth TV	[redacted]
170	Travel Channel	[redacted]
180	Syfy	[redacted]
181	A&E	[redacted]
182	Crime & Investigatio...	[redacted]
183	truTV	[redacted]

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184	GSN [Game Show Netwo...	[redacted]
185	Bravo	[redacted]
186	cloo	[redacted]
187	Logo	[redacted]
188	Ovation	[redacted]
189	BBC America	[redacted]
190	Comedy Central	[redacted]
191	G4	[redacted]
192	Current TV	[redacted]
193	Chiller	[redacted]
194	TV Guide Network	[redacted]
196	E! Entertainment Tel...	[redacted]
197	FEARnet	[redacted]
198	FUEL TV	[redacted]
199	ABC Family	[redacted]
210	MTV	[redacted]
211	MTV2	[redacted]
212	mtvU	[redacted]
213	MTV Jams	[redacted]
214	MTV Hits	[redacted]
216	fuse	[redacted]
217	VH1	[redacted]
218	VH1 Classic	[redacted]
219	VH1 Soul	[redacted]
220	Centric	[redacted]
221	CMT	[redacted]
222	CMT Pure Country	[redacted]
223	Great American Count...	[redacted]
224	gmc	[redacted]
225	BET Gospel	[redacted]
229	Mnet	[redacted]
230	Turner Classic Movie...	[redacted]
231	AMC	[redacted]
232	Fox Movie Channel	[redacted]
233	ReelzChannel	[redacted]
234	IFC	[redacted]

239	Hallmark Movie Chann...	[redacted]
240	Hallmark Channel	[redacted]
242	Family Net	[redacted]
243	Youtoo	[redacted]
244	TV Land	[redacted]
245	Retirement Living	[redacted]
246	Blue Highways TV	[redacted]
247	RFD TV	[redacted]
250	Disney Channel	[redacted]
251	Disney XD	[redacted]
252	Nickelodeon	[redacted]
253	Nick 2	[redacted]
254	Nick Toons	[redacted]
255	TeenNick	[redacted]
256	Nick Jr.	[redacted]
257	Cartoon Network	[redacted]
258	Boomerang	[redacted]
259	The Hub	[redacted]
260	Disney Junior	[redacted]
263	PBS Kids Sprout	[redacted]
270	BET	[redacted]
271	TV One	[redacted]
273	Tr3s: MTV, Musica y ...	[redacted]
274	Galavisión	[redacted]
275	Mun2	[redacted]
276	nuvo TV	[redacted]
277	CCTV News	[redacted]
279	HITn	[redacted]
281	Sino TV Network	[redacted]
285	EWTN	[redacted]
286	INSP	[redacted]
287	Halogen TV	[redacted]
288	Church Channel	[redacted]
289	JCTV	[redacted]
290	BYU Television	[redacted]
291	Three Angels Broadca...	[redacted]

292	The Word	■
293	Daystar	■
294	Smile of a Child	■
295	TBN - TRINITY	■
297	The SonLife Broadcas...	■
300	Fox College Sports A...	■
301	Fox College Sports C...	■
302	Fox College Sports P...	■
303	Tennis Channel	■
304	Golf Channel	■
307	Outdoor Channel	■
308	Sportsman Channel	■
311	Fox Deportes	■
313	GOL TV	■
315	TVG [Horse Racing]	■
316	HRTV	■
317	World Fishing Networ...	■
318	Mav TV	■
319	Blackbelt TV	■
320	Longhorn Network [Na...	■
330	Big Ten 1	■
331	Big Ten 2	■
335	NFL Red Zone [curren...	■
340	Starz	★
341	Starz West	★
342	Starz Edge	★
343	Starz Edge West	★
344	Starz in Black	★
345	Starz Kids & Family	★
346	Starz Cinema	★
347	Starz Comedy	★
348	IndiePlex	★
349	RetroPlex	★
350	Encore	★
351	Encore West	★

352	Encore Love	★
353	Encore Love West	★
354	Encore Westerns	★
355	Encore Westerns West	★
356	Encore Suspense	★
357	Encore Suspense West	★
358	Encore Drama	★
359	Encore Drama West	★
360	Encore Action	★
361	Encore Action West	★
362	Encore Family	★
363	Encore Español	★
365	Showtime	
366	Showtime West	
367	Showtime Showcase	
368	Showtime Showcase We...	
369	Showtime 2	
370	Showtime 2 West	
371	Showtime Beyond	
372	Showtime Beyond West	
373	Showtime Extreme	
374	Showtime Extreme Wes...	
375	Showtime Women	
376	Showtime Women West	
377	Showtime Next	
378	Showtime Next West	
379	Showtime Family Zone	
380	Showtime Family Zone...	
385	The Movie Channel	
386	The Movie Channel We...	
387	The Movie Channel Xt...	
388	The Movie Channel Xt...	
390	Flix	
391	Flix West	

392	Sundance Channel	★
395	EPIX	★
400	HBO	★
401	HBO West	★
402	HBO 2	★
403	HBO 2 West	★
404	HBO Signature	★
405	HBO Signature West	★
406	HBO Family	★
407	HBO Family West	★
408	HBO Comedy	★
409	HBO Comedy West	★
410	HBO Zone	★
411	HBO Zone West	★
412	HBO Latino	★
413	HBO Latino West	★
420	Cinemax	★
421	Cinemax West	★
422	More Max	★
423	More Max West	★
424	Action Max	★
425	Action Max West	★
426	Thriller Max	★
427	Thriller Max West	★
428	W Max	★
429	At Max	★
430	Five Star Max	★
431	Outer Max	★
460	NBC Nonstop [WCAU]	■
463	WPHL Antenna TV	■
465	ABC Live Well [WPVI]	■
466	ABC Live Well WPVI	■
467	This TV Network WPHL	■
468	WPHL Tango Traffic	■

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471	WLVT V-ME	[redacted]
472	WLVT Create	[redacted]
473	WHYY 2	[redacted]
474	WHYYARTS	[redacted]
475	WYBE NHK World	[redacted]
477	WYBE France 24	[redacted]
478	WYBE RT TV	[redacted]
491	Qubo [WPPX]	[redacted]
492	ION Life [WPPX]	[redacted]
503	CBS - KYW HD	[redacted]
506	ABC - WPVI HD	[redacted]
510	NBC - WCAU HD	[redacted]
512	PBS - WHYY HD	[redacted]
513	FOX - WTXF HD	[redacted]
514	Univision - WUVP-TV ...	[redacted]
515	WFMZ TV 69 HD	[redacted]
516	CW - WPSG HD	[redacted]
517	PHL 17 HD	[redacted]
518	ION HD	[redacted]
523	NJTV HD	[redacted]
539	PBS WLVT-TV 39 HD	[redacted]
550	USA HD	[redacted]
551	TNT HD	[redacted]
552	TBS HD	[redacted]
553	FX HD	[redacted]
554	Spike HD	[redacted]
558	ES.TV	[redacted]
567	Universal HD	[redacted]
568	WGN America HD	[redacted]
569	HD Net	[redacted]
570	ESPN HD	[redacted]
571	ESPN Buzzer Beater H...	[redacted]
572	ESPNews HD	[redacted]
573	ESPN U HD	[redacted]
574	ESPN2 HD	[redacted]
576	Comcast SportsNet Ph...	[redacted]

583	Speed HD	[redacted]
584	Fox Soccer HD	[redacted]
585	Big Ten Network HD	[redacted]
586	MLB Network HD	[redacted]
587	NHL Network HD	[redacted]
588	NFL Network HD	[redacted]
589	NBA TV HD	[redacted]
590	NBC Sports Network H...	[redacted]
591	Outdoor Channel HD	[redacted]
592	Tennis Channel HD	[redacted]
593	Golf Channel HD	[redacted]
595	YES HD.	[redacted]
597	World Fishing Networ...	[redacted]
598	MAV TV HD	[redacted]
599	Cars.TV	[redacted]
600	CNN HD	[redacted]
602	CNBC HD+	[redacted]
603	MSNBC HD	[redacted]
617	Fox Business Network...	[redacted]
618	Fox News HD	[redacted]
619	The Weather Channel ...	[redacted]
620	Discovery Channel HD	[redacted]
621	National Geographic ...	[redacted]
622	Science HD	[redacted]
623	Investigation Discov...	[redacted]
628	History Channel HD	[redacted]
629	bio: The Biography C...	[redacted]
630	Animal Planet HD	[redacted]
631	Velocity	[redacted]
632	National Geographic ...	[redacted]
633	Pets.TV	[redacted]
634	Smithsonian Channel ...	[redacted]
639	TLC HD	[redacted]
640	Lifetime HD	[redacted]
641	LMN HD	[redacted]
649	WE tv HD	[redacted]

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650	QVC HD	■
651	HSN HD	■
664	Food Network HD	■
665	HGTV HD	■
668	Planet Green HD	■
669	Wealth TV HD	■
670	Travel Channel HD	■
674	MyDestination.TV	■
676	Recipe.TV	■
680	Syfy HD	■
681	A&E HD	■
683	tru TV HD	■
685	Bravo HD	■
690	Comedy Central HD	■
695	Comedy.TV	■
696	E! HD Entertainment ...	■
699	ABC Family HD	■
710	MTV HD	■
711	Palladia HD.	■
716	fuse HD	■
717	VH1 HD	■
721	CMT HD	■
731	AMC HD	■
734	IFC HD	■
739	Hallmark Movie Chann...	■
744	MGM HD	■
746	HD Net Movies	■
752	Nickelodeon HD	■
770	BET HD	■
780	Disney Channel HD	■
781	Disney XD HD	■
789	The Hub HD	■
835	NFL Red Zone HD [cur...	■
840	Starz HD	★
842	Starz Edge HD	★
845	Starz Kids & Family ...	★

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847	Starz Comedy HD	★
850	Encore HD	★
865	Showtime HD	★
866	Showtime West HD	★
867	Showtime Showcase HD	★
868	Showtime Showcase We...	★
869	Showtime 2 HD	★
870	Showtime 2 West HD	★
873	Showtime Extreme HD	★
874	Showtime Extreme Wes...	★
885	The Movie Channel HD	★
887	The Movie Channel Xt...	★
895	EPIX HD	★
896	EPIX 2 HD	★
899	HBO HD	★
901	HBO West HD	★
902	HBO 2 HD	★
903	HBO 2 West HD	★
904	HBO Signature HD	★
905	HBO Signature West H...	★
906	HBO Family HD	★
907	HBO Family West HD	★
908	HBO Comedy HD	★
909	HBO Comedy West HD	★
910	HBO Zone HD	★
911	HBO Zone West HD	★
912	HBO Latino HD	★
913	HBO Latino West HD	★
920	Cinemax HD	★
921	Cinemax West HD	★
922	More Max HD	★
923	More Max West HD	★
924	Action Max HD	★
926	Thriller Max HD	★

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928	W Max HD	■
929	At Max HD	■
930	Five Star Max HD	■
931	Outer Max HD	■
1002	ESPN 3D	■
1520	ESPN Deportes	■
1564	Nat Geo Mundo	■
1582	Utilisima	■
1799	SWRV [Music Choice]	■
1800	MC Hit List	■
1801	MC Hip-Hop and R&B	■
1802	MC Mixtape	■
1803	MC Dance/Electronica	■
1804	MC Rap	■
1805	MC Hip-Hop Classics	■
1806	MC Throwback Jamz	■
1807	MC R&B Classics	■
1808	MC R&B Soul	■
1809	MC Gospel	■
1810	MC Reggae	■
1811	MC Classic Rock	■
1812	MC Retro Rock	■
1813	MC Rock	■
1814	MC Metal	■
1815	MC Alternative	■
1816	MC Classic Alternati...	■
1817	MC Adult Alternative	■
1818	MC Soft Rock	■
1819	MC Pop Hits	■
1820	MC 90s	■
1821	MC 80s	■
1822	MC 70s	■
1823	MC Solid Gold Oldies	■
1824	MC Party Favorites	■
1825	MC Stage & Screen	■
1826	MC Kidz Only!	■

1827	MC Toddler Tunes	■
1828	MC Today's Country	■
1829	MC True Country	■
1830	MC Classic Country	■
1831	MC Contemporary Chri...	■
1832	MC Sounds of the Sea...	■
1833	MC Soundscapes	■
1834	MC Smooth Jazz	■
1835	MC Jazz	■
1836	MC Blues	■
1837	MC Singers & Swing	■
1838	MC Easy Listening	■
1839	MC Classical Masterp...	■
1840	MC Light Classical	■
1841	MC Musica Urbana	■
1842	MC Pop Latino	■
1843	MC Tropicales	■
1844	MC Mexicana	■
1845	MC Romances	■

■ Included ★ Premium ♥ My Favorites

Programming Service offered in each package are subject to change and not all programming services will be available at all times, Blackout restrictions apply.

EXHIBIT 4

Giroux, Fred

To: Frederick W. Giroux (FredGiroux@dwt.com)
Subject: FW: Request for Verizon Subscriber Figures For 19 Pennsylvania Communities
Attachments: Scanned from a Xerox multifunction device001.pdf

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From: Edgington, M Eric (M) [mailto:eric.edgington@verizon.com]
Sent: Friday, February 24, 2012 1:53 PM
To: Giroux, Fred
Subject: RE: Request for Verizon Subscriber Figures For 19 Pennsylvania Communities

Pursuant to the terms set forth below, please find the requested information for these 19 Pennsylvania communities.

Eric Edgington

Associate General Counsel

Ofc. 813.483.2618

Fax. 813.204.8870

LFA_Name	Verizon Subs

Media

VERIZON PROPRIETARY AND CONFIDENTIAL

EXHIBIT 5

MEDIABIZ

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

1810 Platte Street Denver CO 80202 (303)271-9960 www.mediabiz.com

EXHIBIT 6

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 July 7, 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: July 14, 2011

ZIP Codes	DTH Count
Requested total for Media, PA	

Data is current through 6/30/2011

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 2011-06-30
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EXHIBIT 7

REDACTED - FOR PUBLIC INSPECTION

U.S. Census Bureau

AMERICAN FactFinder

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.

1 - 3 of 3

	Media borough, Pennsylvania
Total:	2,981
Occupied	2,764
Vacant	217

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

EXHIBIT 8

	A	B	C	D	E	F
1	Community	State	Total DBS Subscribers	Verizon Subscribers	2010 Census Occupied Housing Units	% of DBS Penetration In Franchise Area Column C + D/ Column E
2	Media Borough	PA	[redacted]	[redacted]	2,764	32.31%

CERTIFICATE OF SERVICE

I, Deborah D. Williams, do hereby certify on this 4th day of May, 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:

Jeff Smith
Borough Manager
Media Borough
Media Municipal Center
301 North Jackson Street
Media, PA 19063

Deborah D. Williams

Deborah D. Williams