

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: )  
7 Monterey/Salinas, California-Area Franchise Areas )

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,<sup>1</sup> requests that the Commission find that Comcast faces “effective competition” in 7 California franchise areas (the “Franchise Areas”).<sup>2</sup>

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.<sup>3</sup> Cable operators are entitled to demonstrate that effective competition exists on a franchise-by-franchise basis.<sup>4</sup> 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.<sup>5</sup>

---

<sup>1</sup> 47 C.F.R. §§ 76.7 and 76.907.

<sup>2</sup> See Exhibit 1.

<sup>3</sup> 47 U.S.C. § 543(a)(2); 47 C.F.R. § 76.905(a).

<sup>4</sup> 47 C.F.R. § 76.907.

<sup>5</sup> 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.<sup>6</sup>

As demonstrated below, the Competing Provider Test is easily satisfied in each of the Franchise Areas – Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, Sand City, and Seaside - 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 each of the Franchise Areas.<sup>7</sup>

**I. THE COMPETING PROVIDER TEST IS SATISFIED IN EACH OF THE FRANCHISE AREAS**

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

---

<sup>6</sup> 47 U.S.C. § 543(1)(1)(B)(i) and (ii); 47 C.F.R. § 76.905(b)(2)(i) and (ii).

<sup>7</sup> In the Sand City Franchise Area, Comcast is relying solely on DBS subscriber data. As explained below, in the Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside Franchise Areas, the competing penetration figure includes subscribers from local MVPD competitor AT&T, as well as from the two major DBS providers.

**A. Multiple Unaffiliated MVPDs Offer Programming Comparable to Comcast to Over 50 Percent of the Households in the Franchise Areas.**

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...”<sup>8</sup> This 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 Areas.

Service of an MVPD is deemed “offered” under the Competing Provider Test when it is both *technically* and *actually* available.<sup>9</sup> The Commission has determined that DBS service is presumed to be “technically available” throughout the country due to its nationwide satellite footprint.<sup>10</sup> Comcast’s Franchise Areas are well within the satellite footprint of DirecTV and Dish Network. Thus, both DirecTV and Dish Network are “technically available” in the Franchise Areas.

DBS service is presumed to be “actually available” if households in a franchise area are made “reasonably aware” that the service is available.<sup>11</sup> 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

---

<sup>8</sup> 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).

<sup>9</sup> *Rate Order* ¶ 29.

<sup>10</sup> *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).

<sup>11</sup> *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.”<sup>12</sup> The same reasoning applies here.

DirecTV and Dish Network are among the largest MVPDs in the nation.<sup>13</sup> With approximately 33.8 million subscribers nationwide,<sup>14</sup> comprising more than 33 percent of all MVPD subscribers,<sup>15</sup> ubiquitous advertising, and the substantial DBS penetration figures in the Franchise Areas, it is clear that consumers in the Franchise Areas are “reasonably” aware of the availability of DBS competitors.<sup>16</sup>

---

<sup>12</sup> *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*”).

<sup>13</sup> 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).

<sup>14</sup> 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>.

<sup>15</sup> 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>.

<sup>16</sup> 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.<sup>17</sup> The Commission’s rules define comparable programming as “at least 12 channels of video programming, including at least one channel of nonbroadcast service programming.”<sup>18</sup> The Commission has repeatedly recognized that the DBS Providers offer comparable programming to Comcast under the Commission’s Competing Provider Test.<sup>19</sup> Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.<sup>20</sup> And, as shown in the attached channel line-up, Comcast’s programming service offerings in the Franchise Areas are substantially similar to the DBS programming services.<sup>21</sup>

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 Areas.**

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 percent penetration figure necessary for a

---

<sup>17</sup> See 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

<sup>18</sup> 47 C.F.R. § 76.905(g).

<sup>19</sup> 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.”).

<sup>20</sup> See Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 2.

<sup>21</sup> See Comcast Channel Line-up, attached hereto as Exhibit 3.

determination of effective competition (even if they are not available themselves to more than 50 percent of local households).<sup>22</sup> AT&T offers competing cable service in the communities of Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside.<sup>23</sup> Accordingly, the Competing Provider subscriber tallies presented in this Petition for these Franchise Areas include subscribers from AT&T,<sup>24</sup> as well as from the two major DBS providers.<sup>25</sup> The resulting penetration figures easily exceed the 15 percent threshold in each of the Franchise Areas:

Del Rey Oaks	29.10%
Marina	36.67%
Monterey	22.25%
Pacific Grove	26.18%
Salinas	41.13%
Sand City	17.97%
Seaside	39.43%

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 each of the Franchise Areas to determine the number of local DBS subscribers. The Commission has previously accepted the use of a ZIP+4 analysis as “reasonable and

---

<sup>22</sup> 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).

<sup>23</sup> AT&T’s “comparable” channel lineup is set forth in Exhibit 4.

<sup>24</sup> Comcast obtained AT&T’s subscribership data for the Franchise Areas directly from AT&T, and such data was provided to Comcast on the condition that Comcast seek confidential treatment with respect to such information. Thus, Comcast submits AT&T’s subscriber figures for the Franchise Areas as **Confidential Exhibit 5** to this Petition (with a redacted version attached).

<sup>25</sup> In contrast to the Competing Provider tallies for Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside, which include AT&T subscribership numbers, the Competing Provider subscriber tally in the Sand City Franchise Area relies solely upon data from DirecTV and Dish Network.

sufficiently reliable for purposes of determining the presence of effective competition,”<sup>26</sup> and has stated its preference for this approach.<sup>27</sup>

To determine the relevant ZIP+4 codes for the Franchise Areas, 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 each of the Franchise Areas.<sup>28</sup>

Comcast next provided all of the ZIP+4 codes for the Franchise Areas 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

---

<sup>26</sup> 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).

<sup>27</sup> See Public Notice, “Commission Announces New Standards for Showings of Effective Competition For Cable Service,” 23 FCC Rcd. 12067 (2008).

<sup>28</sup> See Letter from MBC (explaining ZIP+4 methodology), attached hereto as Exhibit 6.

reflect the total DBS subscribers within the individual ZIP+4 codes associated with each of the Franchise Areas.<sup>29</sup>

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 AT&T with its own subscribership, and was able to confirm that its own subscribership exceeded DBS and exceeded AT&T subscribership in each of the Franchise Areas.

To determine whether the DBS (and, where appropriate, the combined DBS and AT&T) subscribership exceeds the statutorily mandated 15 percent threshold in the Franchise Areas, Comcast compared the Competing Providers' combined subscribership to the most recent U.S. Census occupied household unit figures for each community.<sup>30</sup> This comparison yields the aggregate penetration rates for Competing Providers in each of the Franchise Areas.

As detailed in **Confidential Exhibit 9**, the subscriber penetration rate for the Competing DBS Providers in the Sand City Franchise Area exceeds the 15 percent threshold required under Section 623(1)(l)(B) of the Act. Likewise, the *aggregate* subscriber penetration rates for the DBS Providers and AT&T in the Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and

---

<sup>29</sup> See **Confidential Exhibit 7**. This exhibit includes all of the relevant ZIP+4 data relied on in the Petition and the total ZIP+4-based DBS subscribership for each of the Franchise Areas. Comcast is providing a redacted version of this exhibit, which excludes the DBS subscribership numbers corresponding to the Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside Franchise Areas, in order to present the *aggregate* DBS and AT&T subscriber penetration figures and still maintain the confidential nature of the AT&T subscribership tallies for these communities.

<sup>30</sup> See Exhibit 8.

Seaside Franchise Areas, easily exceed the 15 percent threshold.<sup>31</sup> Accordingly, Comcast meets the second prong of the Competing Provider Test in each of the Franchise Areas.

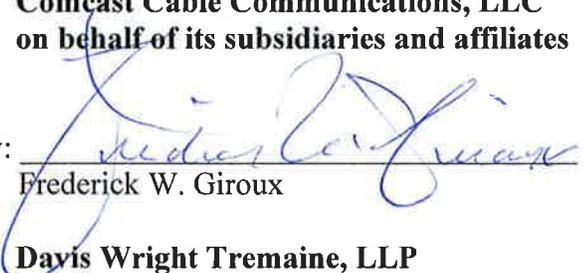
Because Comcast meets both prongs of the Competing Provider Test in the Franchise Areas, it faces effective competition in each of the Franchise Areas.

### CONCLUSION

Comcast has demonstrated herein that it is subject to effective competition in each of the six Franchise Areas 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 effective competition in each of the 7 California Franchise Areas 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 14, 2012

Its Attorneys

---

<sup>31</sup> See **Confidential Exhibit 9**. This exhibit includes the DBS subscribership and penetration figures in the Sand City Franchise Area, and the combined DBS and AT&T subscribership and penetration figures for the Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside Franchise Areas. As noted above, at AT&T's request, Comcast is seeking confidential treatment with respect to the AT&T subscribership data for the Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside Franchise Areas. Accordingly, Comcast is providing a redacted version of this exhibit, which excludes the DBS and AT&T subscribership numbers associated with the Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, and Seaside Franchise Areas, in order to present the *aggregate* DBS and AT&T subscriber penetration figures and still maintain the confidential nature of the AT&T subscribership figures for these communities.

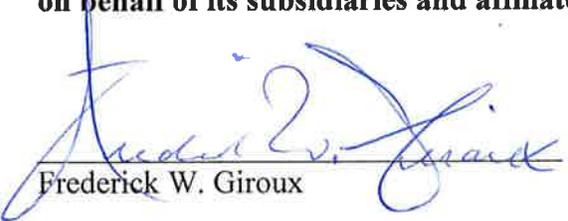
**CERTIFICATION PURSUANT TO 47 C.F.R. § 76.6(a)(4)**

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

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

May 14, 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 Areas at issue in this Petition, the DBS subscriber numbers provided by SBCA for the individual Franchise Areas, and the AT&T subscriber numbers as described in the Petition. Comcast is the largest multichannel video program provider in each of the Franchise Areas – Del Rey Oaks, Marina, Monterey, Pacific Grove, Salinas, Sand City and Seaside.
4. The facts contained within the Petition are true and correct to the best of my knowledge, information and belief.

\_\_\_\_\_  
Date May 1, 2012

\_\_\_\_\_  
*Warren Fitting*  
Warren Fitting

**EXHIBIT 1**

**PSID# 003381**

CA0029	DEL REY OAKS
CA0033	MARINA
CA0174	MONTEREY
CA0036	PACIFIC GROVE
CA0039	SALINAS
CA1195	SAND CITY
CA0042	SEASIDE

**EXHIBIT 2**

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

**PREMIUMS**

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

REDACTED - FOR PUBLIC INSPECTION

PREMIUMS			
ENCORE Love	537	HBO Family (East)	HD 507
ENCORE Suspense	539	HBO Family (West)	508
ENCORE Westerns	538	HBO Latino	HD 511
ENCORE@ ON DEMAND	1535	HBO Signature	HD 503
ESPN Classic Sports	614	HBO Zone HD	HD 509
STARZ Cinema HD	HD 531	STARZ Comedy HD	HD 526
STARZ Edge	HD 529	STARZ InBlack	HD 530
STARZ Kids & Family HD	HD 525	The Movie Channel (West)	555
ThrillerMAX HD	HD 522	WMAX HD East	HD 521
REGIONAL SPORT NETWORKS			
Altitude Sports & Ent. 681	HD 681	FS Arizona	HD 686
Altitude Sports Alternate 682	HD 682	FS Cincinnati	HD 661
CSN Bay Area	HD 696	FS Detroit	663
CSN Bay Area Alternate 697	HD 697	FS Detroit Plus	HD 664
CSN California	HD 698	FS Florida	HD 654
CSN California alt 699	699	FS Florida Plus	HD 655
CSN Chicago Alt. #2	667	FS Midwest	HD 671
CSN MidAtlantic Alt.	HD 643	FS North	HD 668
CSN MidAtlantic 642	HD 642	FS Ohio	HD 660
CSN New England 630	HD 630	FS South	HD 646
Comcast SportsNet Chicago 665	HD 665	FS South Plus	HD 647
FS South Plus (2)	HD 648	FS Southwest	HD 676
FS Southwest Plus	HD 677	FS West	HD 692
MASN 640	HD 640	MSG Plus 635	HD 635
Madison Square Garden 634	HD 634	NESN 628	HD 628
Prime Ticket	HD 694	ROOT SPORTS Northwest	HD 687
ROOT SPORTS Pittsburgh	HD 659	ROOT SPORTS Rocky Mountain	HD 683
ROOT SPORTS Rocky Mountain	HD 683	SportSouth	HD 649
SportSouth Plus	HD 650	SportsNet New York 639	HD 639
SportsTime Ohio 662	HD 662	Sun Sports	HD 653
Sun Sports Plus	HD 656	Yankee Ent. & Sports (YES) 631	HD 631
SATELLITE RADIO			
SONICTAP: 60's Revolution	803	SONICTAP: College Rock	831
SONICTAP: 70's Hits	804	SONICTAP: Dance	859
SONICTAP: 8-Tracks	840	SONICTAP: Familiar Favorites	880
SONICTAP: 80's Hits	805	SONICTAP: Fiesta Tropical	870
SONICTAP: 90's Hits	806	SONICTAP: Flashback/New Wave	839
SONICTAP: Adult Alternative	832	SONICTAP: Folk Rock	813
SONICTAP: Adult Contemporary	821	SONICTAP: Full Metal Jacket	830
SONICTAP: Alternative	834	SONICTAP: Gospel Glory	827
SONICTAP: Bailamos!	869	SONICTAP: Great Standards	855
SONICTAP: Be-Tween	867	SONICTAP: Groove Lounge	824
SONICTAP: Beautiful Instrumentals	820	SONICTAP: Hair Guitar	829
SONICTAP: Big Band/Swing	801	SONICTAP: Hallelujah	828
SONICTAP: Bluegrass	812	SONICTAP: Hit Country	809
SONICTAP: Blues	854	SONICTAP: Holidays & Happenings	815
SONICTAP: Carnaval Brasileiro	877	SONICTAP: Honky Tonk Tavern	811
SONICTAP: Classic Hits Blend	837	SONICTAP: Hot Jamz	825
SONICTAP: Classic Jazz Vocal Blend	850	SONICTAP: Hottest Hits	818
SONICTAP: Classic R&B	842	SONICTAP: Hurbano	875
SONICTAP: Classic Rock	833	SONICTAP: Hype	847
SONICTAP: Classic Rock Workout	862	SONICTAP: Ink'd	835
SONICTAP: Coffeehouse Rock	848	SONICTAP: Irish	883
SONICTAP: Italian Bistro Blend	881	SONICTAP: Italian Contemporary	882
SONICTAP: Italian Contemporary	882	SONICTAP: Jazz	852
SONICTAP: Latin Hits	871	SONICTAP: Latin Jazz	879
SONICTAP: Latin Jazz	879	SONICTAP: Light Classical	866
SONICTAP: Light Classical	866	SONICTAP: Love Songs	819
SONICTAP: Love Songs	819	SONICTAP: Malt Shop Oldies	802
SONICTAP: Malt Shop Oldies	802	SONICTAP: Mariachi	876
SONICTAP: Mariachi	876	SONICTAP: Metro Blend	853
SONICTAP: Metro Blend	853	SONICTAP: Modern Country	814
SONICTAP: Modern Country	814	SONICTAP: Modern Workout	860
SONICTAP: Modern Workout	860	SONICTAP: Musica De Las Americas	872
SONICTAP: Musica De Las Americas	872	SONICTAP: New Age	856
SONICTAP: New Age	856	SONICTAP: Old School Funk	844
SONICTAP: Old School Funk	844	SONICTAP: PUMP!	861
SONICTAP: PUMP!	861	SONICTAP: Piano	865
SONICTAP: Piano	865	SONICTAP: Rat Pack	807
SONICTAP: Rat Pack	807	SONICTAP: Reality Bites	838
SONICTAP: Reality Bites	838	SONICTAP: Red, Rock and Blues	810
SONICTAP: Red, Rock and Blues	810	SONICTAP: Reggae	863
SONICTAP: Regional Mexican	873	SONICTAP: Retro Disco	845
SONICTAP: Retro Disco	845	SONICTAP: Rock en Espanol	878
SONICTAP: Rock en Espanol	878	SONICTAP: Salsa	874
SONICTAP: Salsa	874	SONICTAP: Showtunes	823
SONICTAP: Showtunes	823	SONICTAP: Silky Soul	843
SONICTAP: Silky Soul	843	SONICTAP: Silver Screen	822
SONICTAP: Silver Screen	822	SONICTAP: Singer-Songwriters	836
SONICTAP: Singer-Songwriters	836	SONICTAP: Smooth Jazz	851
SONICTAP: Smooth Jazz	851	SONICTAP: Soft Hits	849
SONICTAP: Soft Hits	849	SONICTAP: Spike	841
SONICTAP: Spike	841	SONICTAP: SubTerranean	858
SONICTAP: SubTerranean	858	SONICTAP: Symphonic	864
SONICTAP: Symphonic	864	SONICTAP: The Boombox	846
SONICTAP: The Boombox	846	SONICTAP: The Playground	868
SONICTAP: The Playground	868	SONICTAP: The Spirit	826
SONICTAP: The Spirit	826	SONICTAP: Today's Hits	816
SONICTAP: Today's Hits	816	SONICTAP: Traditional Country	808
SONICTAP: Traditional Country	808	SONICTAP: Tranquility	884
SONICTAP: Tranquility	884	SONICTAP: Y2k Hits	817
SONICTAP: Y2k Hits	817	SONICTAP: Zen	857
SONICTAP: Zen	857		
LOCALS			
WGAL (NBC)	HD 8	WHTM (ABC)	HD 27
WHP (CBS)	HD 21	WITF (PBS)	HD 33
WLYH (CW)	15	WPMT (FOX)	HD 43

\*The following channels require a special dish or equipment: MHz, GEM NET, Hope Channel, JLTU, 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	219	PREW	Free Preview Guide	102
LOGH	274	LOGH	100% HD	100
EARTH	287	ONPPV	Pay-Per-View Guide	500
ON101	101	TV	SCIENE	133
HOME	100			

## DISH FAMILY

Featuring the best family-friendly programming

ALIVE	219	HMC	Hallmark Movie Channel	187
ANGEL	252	BLK	Black	100
ANGL2	266	HSN	HSN	84
APL	184	BS12	BS12	25
B10	119	HUB	Hub	179
B1TV	203	BY	By	100
BOOM	175	INSPI	Inspiration Network	259
BUY1	221	D	D	100
CBSSN	152	JTV	Jewelry Television	227
CGTVE	883	TV	TV	100
CCNEW	265	NICK	Nick/Nick at Nite (E)	170
COOK	113	LOKSW	Local Sports Network (WV)	178
C-SPAN2	211	NICKT	Nicktoons Network	178
DYSTR	283	HOOR	Home Shopping Network	137
DIY	111	QVC	QVC	137
DOC	197	REPATV	Repatv	211
FOOD	110	SALE	Sale	225
FXNWS	205	301	301	154
FSC	406	SHOP	shop	224
GEMS	229	SRIBO	Sribo	106
GAC	167	TYLRD	TV Land	106
HLMRK	185	WV	West Virginia Channel	171

## Sports Networks

ALTD	410	FOXOH	Fox Sports Ohio	425
CGTN0	421	PRIME	Fox Sports Prime/Toot	411
CSNBA	419	FOSS	Fox Sport South	420
CSNCA	489	FOXSW	Fox Sports Southwest	410
CSNCH	429	FOXW	Fox Sports West	417
CSNMA	424	FUEL	FUELTV	998
CSNNE	435	MASH	Mid-Atlantic Sports Network	432
ESPCL	143	MASN2	Mid-Atlantic Sports Network/Montreal	433
FSC	406	NEBH	New England Sports Network	434
FOX5+	407	NFLR	NFL RedZone	155
FOXAZ	415	RTHW	ROOT Sports Northwest	426
FOXCN	427	RPTV	ROOT Sports Philadelphia	428
FOXO	430	RTRM	ROOT Sports Rocky Mountain	414
FOXFL	423	SF800	Sports Illustrated	427
FOXNW	418	STO	SportTime Ohio	431
FOXN	438	SUN	Sun Sports	439

**HD** - Channels are broadcast in high SD & HD unless indicated as "HD only". You must have an HD receiver to view channels in high definition.  
**BOLD** - Channels in bold are some of our most popular channels. **SAP** - FREE Spanish audio feed available (audio depends on regional). Available on select HD channels. No extra charge in bold text for certain HD.  
 Availability of Regional Sports Networks based on geographical location and programming package subscription. Only available with Multi-Sport Pack. \*Available in a certain.  
 All programming subject to change without notice. Requires additional fees to view. Limited number of channels available in HD.

**HD** - Channels and package names are the property of Home Box Office, Inc. (HBO) and related channels and services made in the property of Star Entertainment LLC. **SHOWTIME** and related marks are registered trademarks of Showtime Networks Inc., a CBS Company. ©2011 DISH Network LLC. All rights reserved.  
 1 - Public Internet programming available only by public IP address and programming package. Purchase of a second dish antenna may require 1 - available in all DISH Network customers. HD World requires HD 1000 or HD 1000+ receiver and subscription to qualifying programming. Additional fees may apply for certain HD Network content to support the HD Network content. Music and videos of Paramount and others. © - Network fees are available to subscribers in the Eastern and Central time zones. **Let's Watch TV** is available in the US only.

## Blockbuster Movie Pass

Includes: Blockbuster by mail. Some restrictions apply. For more information visit [dsh.com/blockbustermoviepass](http://dsh.com/blockbustermoviepass).

CTRC	HD/371	MGM	HD/385
CI	HD/388	MPLEX	HD/389
ESUSP	344	PLDIA	HD/369
EPK1	HD/380	PLX	HD/379
EPK2	HD/381	RETRC	HD/379
HMC	HD/187	SONYA	HD/353
HDTHR	HD/384	SONE	HD/353
HOMMV	HD/383	SONE	HD/353
INDIE	HD/378	UNHD	HD/366
LOGO	HD/378	WFN	HD/353
MAVTV	HD/381		

Some HD channels only available in HD.

## Premium Movie Packages

HBO	HD/300	HBO-E	HBO (E) SAP	HD/310
HBO2E	HD/301	HBO2E (E) SAP		HD/310
HBO3E	HD/302	HBO Signature SAP		HD/312
HBO4W	HD/303	HBO (W) SAP		HD/314
HBO2W	HD/304	HBO2 (W) SAP		HD/314
HBOFM	HD/305	HBO Family SAP		HD/314
HBOCY	HD/307	HBO Comedy SAP		HD/314
HBOZ	HD/308	HBO Zone - HD only		HD/318
HBOLT	HD/309	HBO Latino		HD/318

## staz

ENCOR	HD/340	Encore (E) SAP	HD/320
STARZ	HD/350	Starz (E) SAP	HD/322
STRZW	HD/351	Starz (W) SAP	HD/322
SEDRG	HD/352	Starz Edge SAP	HD/327
SCINE	HD/353	Starz Cinema SAP	HD/333
STZC	HD/354	Starz Comedy	HD/333
SLBCK	HD/355	Starz InBlack SAP	HD/333
SK&FM	HD/356	Starz Kids & Family SAP	HD/333

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

MOVIE	DISH Cinema	1-103-600-688	SIGN	Sports & Events
-------	-------------	---------------	------	-----------------

## Need some help?

WE CAN ANSWER YOUR QUESTIONS ONLINE:

- Receiver User's Guide
- dish.com/supportcenter
- facebook.com/dishnetwork
- twitter.com/dishnetwork

YOU CAN ALSO FIND ANSWERS HERE:

- Channel 100 - DISH HOME Interactive TV
- DISH 101 - Support Center (HD)
- Customer Support 1-800-338-DISH (4343)

Connect your receiver to broadband Internet or a phone line to get more out of your DISH service. For more info visit: [dsh.com/getconnected](http://dsh.com/getconnected).



# 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	118	ION (E)	216
ABC Family	180	IONW	217
ALIVE	219	JTV	Jewelry Television
ANGEL	262	LIFE	LifeTime
ANGL2	266	MALL	Mail
BTV	960Z	MTV	MTV
BOU	221	MTV2	MTV2
TOON	778	NICK	Nick/Nick at Nite (E)
TOONW	177	NICKW	Nick/Nick at Nite (W)
CGVE	884	ION	ION
CNEW	255	REELZ	ReelzChannel
CHRH	258	SHOP	shop
CMT	165	SHOP	shop
CNBC	208	SHOW	SHOW
CNN	200	SBN	SonLife Broadcasting Network
COMDY	107	SPRKE	Spirit
CSPAN2	211	SYFY	SYFY
DVSTR	265	TBS	TBS
DISG	162	TLC	TLC
DISE	172	TNT	TNT
DISW	173	TRV	Travel Channel
DOC	197	TVCAN	TV Canada Network
E!	114	TVGN	TV Guide Network
ESPN	140	TWIND	TV Land
ESPN2	144	USA	USA
ESNEWS	142	VH1	VH1
ESPNU	141	TWC	Weather Channel
FOOD	110	Plus Unlabeled Music Channels	950-981
FXNWS	205	Christian	970-973
FX	138	Classical	851-952
GEMS	229	Country	958/968/977
HUNET	362	Electronic/Parade	976
HGTV	112	Family & Kids	976
HIST	120	Hip-Hop/R&B	983
HLN	202	Jazz & Blues	952/967/968/978
HRTV	404	Latin & International	981
HSN	84	Pop	950/955/956/965
HSN2	228	Rock	953/954/957/958/961/969/978/980
ICV	230	Standards	964/974
INSP	259		

## Local Networks channel range 2-70

ALMA	943	KBS	KBS World	9850
BABY	940	LINK	LinkTV	9410
BYUTV	9403	PATGN	Pennsylvania Channel	9405
GTN	9406	IMPCT	The Impact Network	9387
CSPAN	251	UCTV	University of California TV	9412
EWTN	9402			
FSTV				
HHS				
HITN				



Local networks available through local providers. Local networks are not available in all areas.

**Public Interest Channels**

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

**SAP** - FREE Spanish audio feed available. Audio description not required. Available on select HD channels. No extra charge for audio feed for certain 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	130	AMC	130
APL	130	Animal Planet	130
BBCA	135	BBC America	135
BET	174	BET	174
BIG10	439	Big Ten Network	439
BRAVO	178	Bravo	178
CBSSN	152	CBS Sports Network	152
CURNT	174	Current TV	174
DISXD	174	Disney XD	174
G4	273	G4	273
GLVSN	273	Galavisión	273
GOLF	101	Golf Channel	101
GSN	116	GSN	116
HLMRK	131	Hallmark Channel	131
IFC	131	IFC	131
ID	109	Investigation Discovery	109
LMN	153	Lifetime Movie Network	153
MLBN	209	MLB Network	209
MSNBC	156	msnbc	156
MTGED	156	National Geographic Channel	156
NBAV	157	NBA TV	157
NFL	157	NFL Network	157
NHLN	157	NHL Network	157
NKJR	157	Nick Jr.	157
NUVO	157	nuvoTV	157
OVATN	157	Ovation	157
OWN	189	OWN: Oprah Winfrey Network	189
OXYGN	231	Oxygen	231
RFDV	231	RFD-TV	231
SOAP	150	SOAPNet	150
SPEED	115	Style	115
STYLE	115	Style	115
THCK	181	TeenNick	181
FTRAE	272	TeleFuture (E)	272
FTRAW	272	TeleFuture (W)	272
TRU	132	truTV	132
TOM	132	Turner Classic Movies	132
UNVSN	132	Univision (E)	132
UNVSW	132	Univision (W)	132
WE	239	WE TV	239
WGN	6034	WGN America	6034
Plus SiriusXM Music Channels	6032-6030		
Christian	6034		
Classical	797-9705		
Country	6038-6081		
Electronic & Dance	950-953		
Hip-Hop/R&B	6044-6049		
Jazz, Blues & Standards	954-957		
Latin & World	6090		
Pop	6070-6090		
Rock	6015-6042		

## Attention:

For the most up-to-date information, please visit our website.

## 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	119	Bio	119
BTV	203	Bloomberg Television	203
BOOV	175	Bloomberg	175
CHLR	199	Chiller	199
CLIO	198	clio	198
CNBCW	207	CNBC World	207
COOK	113	Cooking Channel	113
DIY	111	DIY	111
ENCOR	340	Encore (E) - HD only	340
ENCW	341	Encore (W) - SAP	341
EACTA	343	Encore Action	343
EDRAM	343	Encore Drama	343
ENFAM	347	Encore Family	347
ELOVE	348	Encore Love	348
ENSUSP	344	Encore Suspense	344
ENSTN	206	Encore Westerns	206
FOXG	406	Fox Business Network	406
FOXW	398	Fox Movie Channel	398
FSC	188	Fox Soccer Channel	188
FUEL	167	FUEL TV	167
GMC	121	gmc	121
GAC	179	Great American Country (GAC)	179
H2	395	H2	395
HMC	397	Hallmark Movie Channel	397
HUB	397	Hub	397
MIL	397	Military Channel	397
MPLX	397	MoviePlex	397
MUN2	190	mun2	190
NICK	178	Nicktoons Network	178
OTOCF	184	Outdoor Channel	184
GREEN	184	Planet Green	184
SCI	183	Science	183
SPMAN	400	Sportsman Channel	400
TENNIS	330	Tennis Channel	330
TMCW	330	The Movie Channel (W) - SAP	330
EPIX3	292	The Movie Channel Extra (W) - SAP	292
VERIA	218	The Three from EPIX - SAP	218
VS.	151	Versus	151
VH1C	163	VH1 Classic	163
Plus US Music Channels	923-946		
Country	927		
Electronic & Dance	925/928/931		
Hip-Hop/R&B	929		
Jazz & Blues	94		
Latin & International	923/926/929/931		
Pop	924/930/933/936/946		
Rock	924		
Standards	936		

**EXHIBIT 3**

**MultiLatino**

- 60 Galavisión
- 600 VendoMóviles - East
- 601 Discovery en Español
- 602 FOX Deportes
- 603 Canal 52MX
- 604 Cabello
- 605 History en Español
- 606 Ir3s
- 607 mun2
- 608 CNN en Español
- 609 Disney XD
- 610 Cine Mestizo
- 611 Video HOLA
- 612 CB TV Mchoacan
- 613 Mexico 22
- 614 Once TV
- 615 SBT
- 616 Infinito
- 617 TeleFormula
- 618 Gol TV
- 619 ESPN Deportes
- 621 KOED Vine
- 622 KSMS LATV
- 626 Discovery Familia
- 628 Ecuavisa
- 629 TVE
- 630 WAPA America
- 631 Mexicana
- 632 Multimedios
- 633 Caracas TV
- 634 TV Colombia
- 636 Nuevo TV
- 637 TV Chile
- 640 VendoMóviles - West
- 644 SUR Peru
- 645 Lalele Novela
- 646 Uffisina
- 647 Teleno
- 649 TV Dominicana
- 650 TV Venezuela
- 652 MTV Musica
- 653 Telehit
- 654 Rincoson Latino
- 656 Bandamax
- 658 TBN Filozof
- 659 CWTN español
- 660 La Familia Cosmopolitan
- 663 Gran Cine
- 664 De Pelicula
- 665 De Pelicula Clasico
- 671 HTN

**International**

- International Premium Networks are individually priced. See Picking card for details.*
- 305 TV Globo (Brazilian)
  - 306 TVC (Brazilian)
  - 307 Band Internacional (Brazilian)
  - 308 RTP (Portuguese)
  - 312 Antenna Satellite (Greek)
  - 315 Deutsche Welle (German)
  - 317 TVMONDE (French)
  - 319 Rai Italia (Italian)
  - 324 RTN (Russian)
  - 325 Channel One Russia (Russian)
  - 330 TV Japan (Japanese)
  - 331 SBSN (Korean)
  - 336 Zee TV (South Asian)
  - 337 TV Asia (South Asian)
  - 338 SEI Asia (SEAN) (South Asian)
  - 339 NEO Cricket (South Asian)
  - 340 STAR India PLUS (South Asian)
  - 341 STAR ONE (South Asian)
  - 342 STAR ONE NEWS (South Asian)
  - 343 STAR India GOLD (South Asian)
  - 348 VJAY (South Asian/Female)
  - 354 CTV-Zhong (Tan Channel) (Chinese/Mandarin)
  - 355 CCTV-4 (Chinese/Mandarin)
  - 356 Phoenix Info News (Chinese/Mandarin)
  - 357 Phoenix North America (Chinese/Mandarin)
  - 358 ETV-Super Channel (Chinese/Mandarin)
  - 360 TV Jade (Chinese/Cantonese)
  - 367 The Filipino Channel (Filipino)
  - 369 GMA Pinoy TV (Filipino)
  - 370 GMA Life TV (Filipino)

**High-Definition**

- Limited Basic**
- 702 KQIA HD (FOX)
  - 704 KSMO HD (CNN)
  - 705 KQDN HD (CBS)
  - 706 KSRW HD (ABC)
  - 707 KSRW HD (ABC)
  - 709 KQED HD (PBS)
  - 711 KPFX HD (ION)
  - 717 WUN HD
- Starter Package**
- 718 HSN HD
  - 719 QVC HD
  - 720 CSN Bay Area HD
  - 721 CSN California HD
  - 722 Golf HD
  - 723 Verano HD
  - 724 ESPN HD
  - 725 ESPN 2 HD
  - 726 HD Net
  - 727 Bravo HD
  - 734 A&E HD
  - 735 TBS HD
  - 736 SVU HD
  - 737 TNT HD
  - 738 USA HD
  - 739 Universal HD
  - 741 FX - West HD
  - 742 Style HD
  - 743 Spike HD
  - 744 G4 HD
  - 745 Comedy Central HD
  - 746 HDTV HD
  - 747 FOOD Network HD
  - 748 truTV HD
  - 750 Discovery Channel HD
  - 751 Animal Planet HD
  - 752 TLC HD
  - 753 E! HD
  - 754 Velocity
  - 755 Travel HD
  - 758 History Channel HD
  - 759 CNN HD
  - 760 Fox News Channel HD
  - 762 CNBC HD
  - 764 Cartoon Network HD
  - 767 Nickelodeon HD
  - 768 ABC Family HD
  - 769 Disney HD
  - 770 Sprout HD
  - 772 Biography Channel HD
  - 773 Oxygen HD
  - 774 Headline News HD
  - 776 Weather Channel HD
  - 777 BET HD
  - 778 CMT HD
  - 780 CSN Plus HD
  - 781 VHI HD
  - 782 MTV HD
  - 783 Paltasia HD
  - 787 mtvUc HD
  - 793 Hallmark HD
  - 794 Hallmark Movie Channel HD

**High-Definition**

- 795 Lifetime HD
  - 796 LMN HD
  - 798 AMC HD
  - 804 Investigation Discovery HD
  - 805 H2 HD
  - 810 GDC America HD
  - 815 Galavisión HD
  - 821 Bloomberg HD
- Preferred Package**
- 726 ESPNNews HD
  - 718 HSN HD
  - 728 NFL Network HD
  - 729 MLB Network HD
  - 732 CBS Sports Network HD
  - 740 TV One HD
  - 766 Science HD
  - 751 National Geographic HD
  - 701 Fox Business HD
  - 763 Disney XD HD
  - 764 HD Net
  - 771 Planet Green HD
  - 779 FUSE HD
  - 784 Outdoor Channel HD
  - 785 ESPN U HD
  - 789 TCM HD
  - 790 iFC HD
  - 791 WE Women's Entertainment HD
  - 797 MGM HD
  - 806 Nat Geo Wild HD
  - 809 Encore HD
  - 813 Sports Illustrated HD
  - 814 Gospel Music Channel HD
  - 827 Game Show Network HD
- Sports Entertainment**
- 776 ESPNNews HD
  - 727 NBA TV HD
  - 778 NFL Network HD
  - 729 MLB Network HD
  - 731 Speed HD
  - 732 CBS Sports Network HD
  - 785 NFL RedZone HD
  - 786 Tennis HD
  - 803 Fox Soccer HD
- Premium**
- 897 XFINITY 3D
  - 899 ESPN 3D
- Pay-Per-View**
- 450 NBA Pay-Per-View HD
  - 458 NFL MLB Pay-Per-View 2 HD
  - 460 NFL MLB Pay-Per-View HD
  - 870 Pay-Per-View HD

**Music Choice**

- 901 Hit List
- 902 Hip-Hop and R&B
- 903 MC MixTape
- 904 Dance/Electronic
- 905 Rap
- 906 Hip-Hop Classics
- 907 Throwback Jamz
- 908 R&B Classics
- 909 R&B Soul
- 910 Gospel
- 911 Reggae
- 912 Classic Rock
- 913 Retro Rock
- 914 Rock
- 915 Metal
- 916 Alternative
- 917 Classic Alternative
- 918 Adult Alternative
- 919 Soft Rock
- 920 Pop Hits
- 921 90's
- 922 80's
- 923 70's
- 924 Solid Gold Oldies
- 925 Party Favorites
- 926 Stage & Screen
- 927 Kidz Only!
- 928 Toddler Tunes
- 929 Today's Country
- 930 True Country
- 931 Classic Country
- 932 Contemporary Christian
- 933 Sounds of The Season
- 934 Soundscapes
- 935 Smooth Jazz
- 936 Jazz
- 937 Blues
- 938 Singers & Swing
- 939 Easy Listening
- 940 Classical Masterpieces
- 941 Light Classical
- 942 Musica Urbana
- 943 Pop Latino
- 944 Tropicales
- 945 Mexicana
- 946 Romances

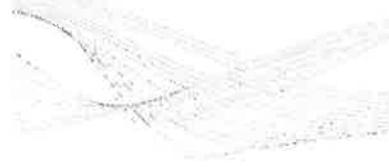
**Digital FM Services**

- 960 KOED Public
- 961 KRCB Public
- 962 KCSM Jazz
- 963 KSJD Spanish
- 964 KREV 92.7 The Revolution
- 965 KRZZ Spanish
- 966 KJZY Smooth Jazz
- 967 KPFA Variety/Berkeley
- 968 KBAY Adult Contemporary
- 969 KTLB Hip Hop
- 970 KRTV Country
- 971 KBWF SportsRadio 95.7
- 972 KOIT Adult Contemporary
- 973 KLLC Hot AC
- 974 KSGO Urban Contemporary
- 975 KJFX Classic Rock
- 976 KSOL Spanish
- 977 KMVD Moving 99.7
- 978 KZST Adult Contemporary
- 979 KBRG Spanish
- 980 KQI Hot AC
- 981 KDFC Classical
- 982 KBLX Urban Contemporary
- 983 KKSF Smooth Jazz
- 984 KFOG Album Alternative
- 985 KMHR The New Max
- 986 KJTS Alternative
- 987 KMEL Hip Hop
- 988 KEZR Hot AC
- 989 KSNB Classic Rock



**XFINITY TV Channel Lineup**

December 2011  
 Monterey/Carmel/Del Rey Oaks  
 Marina/Monterey County  
 Pacific Grove/Salinas/Sand City  
 Seaside



⚠ The Starter Package is required to view these channels  
 ⚠ The Preferred Package is required to view these channels  
 ⚠ The Sports & Entertainment Package is required to view these channels  
 ⚠ You must subscribe to the individual premium service and a Digital Converter or a Digital Package that includes the premium service in order to receive the multi-plex version of the same channel



**EXHIBIT 4**

Personal Business About AT&T

Find a Store Language

Log In | Register Carmichael, California 95608 | Change

Shop MyATT Support

Search

Wireless Bundles Digital TV Internet Home Phone U-verse Special Offers Shopping Help

Retrieve Cart

# AT&T U-verse Channel Lineup

ZIP code: 93923 Change | As of: May 04, 2012

Show only:

Print

Search by channel names

Ex.: CNN, Cartoon, ESPN Reset

Compare Packages

U450

U300

U200

U-family

U-basic

Clear comparisons

## Compare TV Packages

Create your own side-by-side comparison.

Select to Compare

Clear filters

Filter by Category

Favorites

HD

Movies

Sports

News

Local

Educational

Filter by Premium Package

## U200 TV Package \$72/mo.

View premium add-on channels

up to 270 channels

Sort by: Channel Name | Channel #

KSBW-8.2 (ABC)	7	KSBW-8 (NBC)	8	QVC	9
KOTR-LP-2 (MY NETWORK TV)	11	KMUV-LP-23 (TEL)	23	KQET-25 (PBS)	25
KDJT-33 (TF)	33	Home Shopping Network (HSN)	34	KCBA-35 (FOX)	35
As Seen On TV	37	KION-46 (CBS)	46	KSMS-67 (UNI)	67
Valu TV	82	AT&T U-verse Shopping 1	84	U-verse Message Channel	93
AT&T U-verse Front Row	100	TNT (Turner Network Television)	108	TNT (Turner Network Television) - West	109
TBS	112	TBS - West	113	Discovery Channel - West	121
USA Network - West	125	FX Network - West	129	A&E - West	132
EI Entertainment Television - West	135	TV Land - West	139	Comedy Central - West	141
Spike TV - West	146	G4	149	Syfy - West	152
Chiller	153	BET (Black Entertainment Television) - West	156	TV One	157
cloo	161	Crime & Investigation Network	163	truTV	164
truTV - West	165	OWN - Oprah Winfrey Network - West	170	GSN - Game Show Network	173
ABC Family Channel - West	179	WGN America	180	Bravo - West	182
LOGO - West	184	BBC America	188	mun2 - West	193
nuvoTV	194	ION	195	BuyIt	196
Jewelry Television	197	AT&T U-verse Shopping 4	198	AT&T U-verse Movies	200
CNN (Cable News Network)	202	CNN Headline News	203	FOX News Channel	210
Fox Business Network	211	MSNBC	215	CNBC	216
Bloomberg Television	222	The Weather Channel	225	BUY TV	228
C-SPAN	230	C-SPAN2	231	C-SPAN3	232
ABC News Now	243	BuyIt2	247	TLC - West	251
Animal Planet - West	253	Travel Channel - West	255	History - West	256
H2	257	Science	258	Military Channel	259

AT&T U-verse Terms of Service | AT&T U-verse® Offer Details

AT&T on the Web

att.com  
Shop, Service, Support.

att.net  
E-mail - News - Weather & More

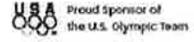
[Privacy Policy](#) | [Careers](#) | [Contact Us](#) | [Terms of Use](#) | [Site Map](#) | [Accessibility](#) | [Wireless Emergency Alerts](#) | [Advertising Choices](#) | [Broadband Information](#)

©2012 AT&T Intellectual Property. All rights reserved. AT&T, the AT&T logo and all other AT&T marks contained herein are trademarks of AT&T Intellectual Property and/or AT&T affiliated companies. AT&T 36USC220506

The first nationwide carrier to be awarded



Digital White & Yellow Pages



**EXHIBIT 5**



**Derek Dickinson**  
*General Attorney*

AT&T Services, Inc.  
Whitacre Tower  
208 S. Akard Street, Rm 2916  
Dallas, TX 75202

T: 214.757.3369  
F: 214.746.2212  
derek.dickinson@att.com

January 23, 2012

Brian Hurh  
Davis Wright Tremaine LLP  
1919 Pennsylvania Ave., NW  
Suite 800  
Washington, DC 20006-3402  
(fax) 202-973-4499  
brianhurh@dwt.com

**Re: Comcast Request for AT&T Data for Effective Competition Filing**

Dear Mr. Hurh:

This letter is in response to your January 13, 2012, request on behalf of Comcast Cable Communications, L.L.C. ("Comcast") for information from AT&T under Section 76.907(c) of the FCC's rules, in particular, to demonstrate "effective competition" for certain communities in the state of California.

As we discussed previously, AT&T is providing this information to you and your law firm ("DWT") as outside counsel representing Comcast with the understanding that, if any communities qualify for effective competition using the AT&T subscriber figures, DWT will disclose the total competing provider subscriber count to Comcast (that is, AT&T data plus data available from other providers, such as DBS providers), such that Comcast will not be able to determine AT&T's subscriber counts. Moreover, you have indicated that if a petition for effective competition is filed with the FCC, DWT will submit AT&T's subscriber figures confidentially.

With that understanding, here is the data:

January 23, 2012  
Brian Hurh Letter  
Page 2 of 7

Del Rey Oaks  
AT&T U-verse TV subscribers:

January 23, 2012  
Brian Hurh Letter  
Page 3 of 7

Marina  
AT&T U-verse TV subscribers:

January 23, 2012  
Brian Hurh Letter  
Page 4 of 7

Monterey  
AT&T U-verse TV subscribers:

Pacific Grove  
AT&T U-verse TV subscribers:

January 23, 2012  
Brian Hurh Letter  
Page 5 of 7

Salinas  
AT&T U-verse TV subscribers:

January 23, 2012  
Brian Hurh Letter  
Page 6 of 7

Seaside  
AT&T U-verse TV subscribers:

January 23, 2012  
Brian Hurh Letter  
Page 7 of 7

Just to be clear, the subscriber counts above are as of December 31, 2011.

Please feel free to call me at 214-7575-3369 (office) or 210-508-4247 (mobile) if you have any questions.

Very truly yours,

A handwritten signature in cursive script that reads "Derek Dickinson". The signature is written in black ink and is positioned below the typed name.

Derek Dickinson

**EXHIBIT 6**



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 8**

# 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.

		Del Rey Oaks city, California
1	Total:	741
3	Occupied	701
of 3	Vacant	40

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

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.

		Marina city, California
1	Total:	7,200
3	Occupied	6,845
3	Vacant	355

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

# 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.

		Monterey city, California
1	Total:	13,584
3	Occupied	12,184
of 3	Vacant	1,400

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

# 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.

		Pacific Grove city, California
1	Total:	8,169
3	Occupied	7,020
of 3	Vacant	1,149

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

# 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.

		Salinas city, California
1	Total:	42,651
3	Occupied	40,387
of 3	Vacant	2,264

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

**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.

		Sand City city, California
1	Total:	145
3	Occupied	128
of 3	Vacant	17

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

**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.

		<b>Seaside city, California</b>
1	Total:	10,872
3	Occupied	10,093
of 3	Vacant	779

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

**EXHIBIT 9**

**REDACTED - FOR PUBLIC INSPECTION**

	A	B	C	D	E	F
1	Community	State	Total DBS Subscribers	AT&T Subscribers	2010 Census Occupied Housing Units	% of DBS Penetration In Franchise Area Column C + Column D/ Column E
2	DEL REY OAKS	CA			701	29.10%
3	MARINA	CA			6,845	36.67%
4	MONTEREY	CA			12,184	22.25%
5	PACIFIC GROVE	CA			7,020	26.18%
6	SALINAS	CA			40,387	41.13%
7	SAND CITY	CA	23		128	17.97%
8	SEASIDE	CA			10,093	39.43%

**CERTIFICATE OF SERVICE**

I, Deborah D. Williams, do hereby certify on this 14<sup>th</sup> 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:

Mr. Daniel Dawson  
City Manager  
City of Del Rey Oaks  
650 Canyon Del Rey  
Del Rey Oaks, CA 93940

Ms. Joy Junsay  
City Clerk  
City of Marina  
211 Hillcrest Avenue  
Marina, CA 93933

Mr. Fred Cohn  
Assistant City Manager  
City of Monterey  
580 Pacific Street  
Monterey, CA 93940

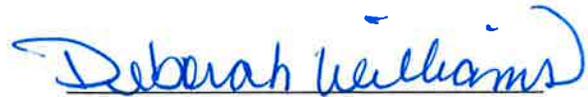
Mr. Thomas Frutchey  
City Manager  
300 Forest Avenue  
Pacific Grove, CA 93950

Mr. Chris Callahan  
Deputy City Manager  
200 Lincoln Avenue  
Salinas, CA 93901

Mr. Steve Matarazzo  
City Administrator  
City of Sand City  
1 Sylvan Park  
Sand City, CA 93955

Mr. Ray Corpuz  
City Manager  
City of Seaside  
440 Harcourt Avenue  
Seaside, CA 93955

Mr. Dave Dalby  
Assistant Director of IT  
County of Monterey  
1590 Moffet Street  
Salinas, CA 93905

  
Deborah D. Williams