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:	)	
Bordentown (City), NJ (NJ0511)	)	
Bordentown (Township), NJ (NJ0461)	)	

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 New Jersey franchise areas (the "Franchise Areas").

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 each of the Franchise Areas – Bordentown (City) and Bordentown (Township) - 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.[6]

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.

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…"[7] This

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

[6] As explained below, the competing penetration figure for the Franchise Areas 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 Areas.

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 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.[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 Areas 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 Areas 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 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

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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.

determination of effective competition (even if they are not available themselves to more than 50 percent of local households).[21] Verizon offers competing cable service in the communities of Bordentown (City) and Bordentown (Township).[22] Accordingly, the Competing Provider subscriber tallies presented in this Petition for these Franchise Areas include subscribers from Verizon,[23] as well as from the two major DBS providers. The resulting penetration figures easily exceed the 15 percent threshold in each of the Franchise Areas:

Bordentown (City)	43.41%
Bordentown (Township)	41.34%

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 sufficiently reliable for purposes of determining the presence of effective competition,"[24] and has stated its preference for this approach.[25]

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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 Areas 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 figures for the Franchise Areas 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). The Commission stopped short of requiring ZIP+4 evidence in effective competition cases. *See* Public Notice, "Commission

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.[26]

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 reflect the total DBS subscribers within the individual ZIP+4 codes associated with each of the Franchise Areas.[27]

Clarifies Standards for Evidence of Competing Provider Effective Competition for Cable Service," DA 09-1361, 24 FCC Rcd. 8198 (2009).

[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 each of the Franchise Areas. Comcast is providing a redacted version of this exhibit, which excludes the DBS subscribership numbers corresponding to the Bordentown (City) and Bordentown (Township) Franchise Areas, in order to present the *aggregate* DBS and Verizon subscriber penetration figures and still maintain the confidential nature of the Verizon subscribership tallies for these communities.

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.

To determine whether the combined DBS and Verizon 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.[28] This comparison yields the aggregate penetration rates for Competing Providers in each of the Franchise Areas.

As detailed in **Confidential Exhibit 8**, the *aggregate* subscriber penetration rates for the DBS Providers and Verizon in the Franchise Areas, easily exceed 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 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 two 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

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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 Bordentown (City) and Bordentown (Township) Franchise Areas. As noted above, at Verizon's request, Comcast is seeking confidential treatment with respect to the Verizon subscribership data for these Franchise Areas. Accordingly, Comcast is providing a redacted version of this exhibit, which excludes the DBS and Verizon subscribership numbers associated with the Bordentown (City) and Bordentown (Township)d Franchise Areas, in order to present the *aggregate* DBS and Verizon subscriber penetration figures and still maintain the confidential nature of the Verizon subscribership figures for these communities.

presence of effective competition in each of the two New Jersey 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

June 13, 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

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

June 13, 2012

Its Attorney

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 Verizon subscriber numbers as described in the Petition. Comcast is the largest multichannel video program provider in each of the Franchise Areas – Bordentown (City) and Bordentown (Township).

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

May 22, 2012
Date

Warren O. Fitting
Warren Fitting

EXHIBIT 4

Giroux, Fred

To: Frederick W. Giroux (FredGiroux@dwt.com)
Subject: FW: Request for Verizon Subscriber Figures For Certain New Jersey Communities
Attachments: Community & Sub #s.pdf

From: Edgington, M Eric (Eric) [mailto:eric.edgington@verizon.com]
Sent: Wednesday, November 02, 2011 5:27 PM
To: Giroux, Fred
Subject: RE: Request for Verizon Subscriber Figures For Certain New Jersey Communities

Fred,

Subject to the below terms, attached is the Verizon subscriber information for those NJ communities listed in the attachment to your original e-mail in which Verizon currently has subscribers.

As we discussed, you will notify me should you making any filing under note number 3 below.

Eric Edgington

Associate General Counsel

Ofc. 813.483.2618

Fax. 813.204.8870

NEW JERSEY COMMUNITIES	SUB #s
Bordentown City	
Bordentown Township	

Verizon Proprietary and Confidential

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
ENCORE Suspense		539
ENCORE Westerns		538
ENCORE® ON DEMAND		1535
ESPN Classic Sports		614
HBO Family (East)	HD	507
HBO Family (West)		508
HBO Latino	HD	511
HBO Signature	HD	503
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
Altitude Sports Alternate 682	HD	682
CSN Bay Area	HD	696
CSN Bay Area Alternate 697	HD	697
CSN California	HD	698
CSN California alt 699		699
CSN Chicago Alt. #2		667
CSN MidAltantic Alt.	HD	643
CSN MidAtlantic 642	HD	642
CSN New England 630	HD	630
Comcast SportsNet Chicago 665	HD	665
FS Arizona	HD	686
FS Cincinnati	HD	661
FS Detroit		663
FS Detroit Plus	HD	664
FS Florida	HD	654
FS Florida Plus	HD	655
FS Midwest	HD	671
FS North	HD	668
FS Ohio	HD	660
FS South	HD	646
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
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: 70's Hits	804
SONICTAP: 8-Tracks	840
SONICTAP: 80's Hits	805
SONICTAP: 90's Hits	806
SONICTAP: Adult Alternative	832
SONICTAP: Adult Contemporary	821
SONICTAP: Alternative	834
SONICTAP: Bailamos!	869
SONICTAP: Be-Tween	867
SONICTAP: Beautiful Instrumentals	820
SONICTAP: Big Band/Swing	801
SONICTAP: Bluegrass	812
SONICTAP: Blues	854
SONICTAP: Carnaval Brasileiro	877
SONICTAP: Classic Hits Blend	837
SONICTAP: Classic Jazz Vocal Blend	850
SONICTAP: Classic R&B	842
SONICTAP: Classic Rock	833
SONICTAP: Classic Rock Workout	862
SONICTAP: Coffeehouse Rock	848
SONICTAP: College Rock	831
SONICTAP: Dance	859
SONICTAP: Familiar Favorites	880
SONICTAP: Fiesta Tropical	870
SONICTAP: Flashback/New Wave	839
SONICTAP: Folk Rock	813
SONICTAP: Full Metal Jacket	830
SONICTAP: Gospel Glory	827
SONICTAP: Great Standards	855
SONICTAP: Groove Lounge	824
SONICTAP: Hair Guitar	829
SONICTAP: Hallelujah	828
SONICTAP: Hit Country	809
SONICTAP: Holidays & Happenings	815
SONICTAP: Honky Tonk Tavern	811
SONICTAP: Hot Jamz	825
SONICTAP: Hottest Hits	818
SONICTAP: Hurbano	875
SONICTAP: Hype	847
SONICTAP: Ink'd	835
SONICTAP: Irish	883
SONICTAP: Italian Bistro Blend	881
SONICTAP: Italian Contemporary	882
SONICTAP: Jazz	852
SONICTAP: Latin Hits	871
SONICTAP: Latin Jazz	879
SONICTAP: Light Classical	866
SONICTAP: Love Songs	819
SONICTAP: Malt Shop Oldies	802
SONICTAP: Mariachi	876
SONICTAP: Metro Blend	853
SONICTAP: Modern Country	814
SONICTAP: Modern Workout	860
SONICTAP: Musica De Las Americas	872
SONICTAP: New Age	856
SONICTAP: Old School Funk	844
SONICTAP: PUMP!	861
SONICTAP: Piano	865
SONICTAP: Rat Pack	807
SONICTAP: Reality Bites	838
SONICTAP: Red, Rock and Blues	810
SONICTAP: Reggae	863
SONICTAP: Regional Mexican	873
SONICTAP: Retro Disco	845
SONICTAP: Rock en Espanol	878
SONICTAP: Salsa	874
SONICTAP: Showtunes	823
SONICTAP: Silky Soul	843
SONICTAP: Silver Screen	822
SONICTAP: Singer-Songwriters	836
SONICTAP: Smooth Jazz	851
SONICTAP: Soft Hits	849
SONICTAP: Spike	841
SONICTAP: SubTerranean	858
SONICTAP: Symphonic	864
SONICTAP: The Boombox	846
SONICTAP: The Playground	868
SONICTAP: The Spirit	826
SONICTAP: Today's Hits	816
SONICTAP: Traditional Country	808
SONICTAP: Tranquility	884
SONICTAP: Y2k Hits	817
SONICTAP: Zen	857

LOCALS

WGAL (NBC)	HD	8
WHP (CBS)	HD	21
WHTM (ABC)	HD	27
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, 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	274	[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	HSN2	HSN2	[illegible]
BIO	Bio	119	HUB	Hub	179
BITV	Bloomberg Television	203	[illegible]	[illegible]	[illegible]
BOOM	Boomerang SAP	175	INSP	Inspiration Network	259
BUYI	Buy!	221	[illegible]	[illegible]	[illegible]
CBSSN	CBS Sports Network	152	JTV	Jewelry Television	227
CCTVE	CCTV-E	695	[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	176
DYSTR	Daystar	260	[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	[illegible]
CSNBA	Comcast SportsNet Bay Area	HD	419	FOXS	Fox Sport South	HD	420
CSNCA	Comcast SportsNet California	HD	409	FOXSW	Fox Sports Southwest	HD	[illegible]
CSNCH	Comcast SportsNet Chicago	HD	429	FOXW	Fox Sports West	HD	417
CSNMA	Comcast SportsNet Mid-Atlantic	HD	424	FUEL	FUEL TV		356
CSNNE	Comcast SportsNet New England	HD	435	MASN	Mid-Atlantic Sports Network		432
ESPCL	ESPN Classic*		149	MASN2	Mid-Atlantic Sports Network Alternate		[illegible]
FSC	Fox Soccer Channel	HD	406	NESN	New England Sports Network	HD	434
FOXS+	Fox Soccer *Plus***		407	NFLRZ	NFL Redzone	HD	[illegible]
FOXAZ	Fox Sports Arizona	HD	415	RTNW	ROOT Sports Northwest	HD	426
FOXCN	Fox Sports Cincinnati	HD	427	RTET	ROOT Sports Entertainment	HD	[illegible]
FOXD	Fox Sports Detroit	HD	430	RTRM	ROOT Sports Rocky Mountain	HD	414
FOXFL	Fox Sports Florida	HD	423	SFSOU	SportSouth	HD	[illegible]
FOXMW	Fox Sports Midwest	HD	418	STO	SportTime Ohio	HD	431
FOXN	Fox Sports North	HD	436	SUN	Sun Sports	HD	[illegible]

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 feed to view. Limited number of channels available in HD.

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1 = Public Internet 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+ subscription 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 = TelePulseVue East is available to subscribers in the Eastern and Central time zones. TelePulseVue West is available to subscribers in the Mountain and Pacific time zones. TelePulseVue 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	365
CI	Crime & Investigation	HD	366	[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	SONY	Sony Movie Channel	HD	[illegible]
HDTHR	HD Theater	HD	364	SCINE	Starz Cinema		353
HDNMV	HDNet Movies	HD	365	[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

Cinemax

MAX-E	Cinemax (E) SAP	HD	310
MAX-W	Cinemax (W)	HD	[illegible]
MOMAX	MoreMAX SAP		312
ACMAX	ActionMAX SAP	HD	[illegible]
5-MAX	5StarMAX SAP	HD	314

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

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	[illegible]
SHOEX	Showtime Extreme SAP		322
SBYND	Showtime Beyond SAP		[illegible]
TMC-E	The Movie Channel (E) SAP	HD	327
TMCXE	The Movie Channel Extreme (E) SAP		[illegible]
FLIX	FLIX		333

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

MOVIE	DISH Cinema	1-103-600-666	SPORT	[illegible]

Need some help?

WE CAN ANSWER YOUR QUESTIONS ONLINE:

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

YOU CAN ALSO FIND ANSWERS ON:

- Receiver User's Guide
- Channel 100 - DISH HOME Interactive
- DISH 101 - Select Channel 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.**

dish Let's Watch TV®

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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		180
ALIVE	America Live		219
ANGEL	Angel One		262
ANGL2	Angel Two		266
BTV	Business Television		602
BUY	Buy!		221
TOON	Cartoon Network (E) SAP	HD	176
TOONW	Cartoon Network (W)		177
CCTVE	CCTV-E		664
CCNEW	CCTV-News		265
CHRCH	Church Channel		256
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		187
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
HDNET	HDNet -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		228
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
OVC	OVC		237
REELZ	ReelzChannel		299
SALE	SALE		228
SHOP	shop		224
OSHNBO	OSHNBO		226
SBN	SonLife Broadcasting Network		257
SPIKE	SPIKE TV	HD	168
SYFY	Syfy	HD	122
TBS	TBS	HD	138
TLC	TLC	HD	183
TNT	TNT	HD	138
TRV	Travel Channel	HD	196
TVGAME	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			**950-981**
Christian			975
Classical			970-973
Country			951-952
Electronic & Dance			958, 966, 971
Family & Kids			976
Hip-Hop/R&B			963
Jazz & Blues			962, 967, 968, 978
Latin & International			981
Pop			950, 955, 956, 965
Rock			953, 954, 957, 958, 961, 969, 979, 980
Standards			964, 974

Local Networks channel range 2-70

abc CBS NBC FOX

Local channel availability in HD in select markets. Check local listings or dish.com for details.

Public Interest Channels[1]

ALMA	Alma Vision Hispanic Network	9413
BABY1	BabyFirstTV	9400
BYUTV	BYUTV	9403
CTN	Christian TV Network	701
ARTS	Classic Arts Showcase	9406
CSPAN	C-SPAN	21
EWTN	Eternal Word Television Network SAP	261
FSTV	Free Speech TV	9411
HHS	Health & Human Services	9402
HITN	HITN	9401
KBS	KBS World[2]	9950
LINK	LinkTV	9410
PNTGN	Pentagon Channel	9405
IMPCT	The Impact Network	9397
UCTV	University of California TV	9412

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	155
BBCA	BBC America	HD	135
BET	BET	HD	124
BIG10	Big Ten Network[3]	HD	439
BRAVO	Bravo	HD	118
CBSSN	CBS Sports Network	HD	152
CURNT	Current TV		214
DISXD	Disney XD SAP		174
G4	G4	HD	211
GLVSN	Galavisión	HD	273
GOLF	Golf Channel	HD	217
GSN	GSN	HD	116
HLMRK	Hallmark Channel	HD	144
IFC	IFC		131
ID	Investigation Discovery	HD	192
LMN	Lifetime Movie Network	HD	109
MLBN	MLB Network	HD	213
MSNBC	msnbc	HD	209
NTGEO	National Geographic Channel	HD	181
NBATV	NBA TV	HD	156
NFL	NFL Network	HD	154
NHLN	NHL Network	HD	157
NKJR	Nick Jr.		189
NUVO	nuvoTV		159
OVATN	Ovation		251
OWN	OWN: Oprah Winfrey Network	HD	189
OXYGN	Oxygen		124
RFDTV	RFD-TV	HD	231
SOAP	SOAPnet		183
SPEED	SPEED	HD	150
STYLE	Style	HD	111
TNCK	TeenNick		181
FTRAE	TeleFutura (E)		271
FTRAW	TeleFutura (W)[4]	HD	272
TRU	truTV	HD	204
TCM	Turner Classic Movies	HD	132
UNVSN	Univision (E)	HD	210
UNVSW	Univision (W)		828
WE	WE tv		184
WGN	WGN America	HD	239
Plus SiriusXM Music Channels			**6002-6090**
Christian			6063, 6064
Classical			6065-6068
Country			6056, 6058-6061
Electronic & Dance			6070-6075
Hip Hop/R&B			6044-6049
Jazz, Blues & Standards			6076-6083
Latin & World			6090
Pop			6002-6043
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		346
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	121
HMC	Hallmark Movie Channel	HD	137
HUB	Hub	HD	179
MIL	Military Channel		195
MPLEX	MoviePlex		377
MUN2	mun2		838
NATGW	Nat Geo WILD	HD	190
NICKT	Nicktoons Network		178
OTDCH	Outdoor Channel		396
GREEN	Planet Green	HD	194
SCI	Science	HD	193
SPMAN	Sportsman Channel	HD	395
TENIS	Tennis Channel	HD	400
TMC-W	The Movie Channel (W) SAP		329
TMCXW	The Movie Channel xtra (W) SAP		330
EPIX3	The Three from EPIX SAP		282
VERIA	Veria	HD	218
VS.	Versus	HD	151
VH1CL	VH1 Classic		163
Plus DISH Music Channels			**923-946**
Country			937
Electronic & Dance			925, 928, 945
Hip-Hop/R&B			939
Jazz & Blues			927
Latin & International			944
Pop			923, 926, 929, 931
Rock			924, 930, 933-936, 946
Standards			938

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EXHIBIT 2

Comcast Channel Lineup

Effective June 1, 2012

Comcast of Burlington County

Beverly
Bordentown City
Bordentown Township
Burlington City
Burlington Township
Cinnaminson
Delanco
Delran
Edgewater Park
Palmyra
Riverside
Riverton
Westampton
Willingboro

1 On Demand
2 QVC
3 CBS 3 (KYW, Phila.)
4 C-SPAN
5 HSN
6 6 ABC (WPVI, Phila.)
8 Comcast Network
9 The Weather Channel
10 NBC 10 (WCAU, Phila.)
11 ESPN
12 WHYY (PBS, Phila.)
13 CW Philly 57 (WPSG, Phila.)
14 CNBC
15 Fox News Channel
16 BET
17 PHL 17 (WPHL, Phila.)
18 WGTW (TBN)
19 ION Television (WPPX, Phila.)
20 MiND (WYBE, Phila.)
21 ESPN2
22 TBS
23 NJTV
24 Fox 29 (WTXF, Phila.)
25 WTVE
26 TLC
27 Nickelodeon
28 Local Programming
29 Lifetime
30 HLN
31 Univision (WUVP, Phila.)
32 WMCN
33 A&E
34 Comcast SportsNet
35 Telemundo (WWSI, Phila.)
36 TV Land
37 TNT
38 History Channel
39 Discovery Channel
40 AMC
41 TCM
42 Syfy
43 USA
44 MSNBC
45 VH1
46 CNN
54 Style
55 Food Network
56 E!
57 Spike
58 Speed
59 NBC Sports Network
60 FX
61 ABC Family
62 Cartoon Network
63 HGTV
64 Golf Channel
65 Bravo
66 GSN
67 MTV
68 Animal Planet
69 EWTN
70 WGN
71 INSP
72 Comedy Central
73 truTV
77 OWN
82 [96] WFMZ
94 TV Guide Entertainment scrolling guide
95 ShopNBC*
98 EWTN
99 G4
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 Destination America
114 BBC America
115 bio.
116 H2
117 WE tv
119 Lifetime Movie Network
120 Disney Junior
121 DIY
122 The Cooking Channel
123 Oxygen
125 Baby First
128 Sprout
129 Nicktoons
130 The Hub
131 Nick Jr.
132 Nick 2
133 TeenNick
134 Encore Family
135 Disney XD
136 Disney Channel
137 Hallmark Channel
139 MTV Hits
140 MTV2
141 MTV Tr3s: MTV, Musica y Mas
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
161 Reelz
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
185 AMC HD†
187 truTV
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†
214 HD Pay-Per-View†
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 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.)†
239 Disney Channel HD†
240 WHYY HD (PBS HD, Phila.)†
245 Live Well HD (WPVI HD, Phila.)†
246 Live Well (WPVI, Phila.)
248 Philly Non-Stop (WCAU, Phila.)
249 Me-TV Network (WFMZ, Phila.)
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 NJTV1
262 Bounce TV (WMCN, Phila.)
263 RT (WYBE, Phila.)
264 France 24 (WYBE, Phila.)
265 NHK World (WYBE, Phila.)
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

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

KEY

LIMITED BASIC[1]
EXPANDED SERVICE[2]
DIGITAL PREFERRED TIER[5]
PREMIUM[3]
SELECTO[3]
MULTILATINO[3]
INTERNATIONAL PREMIUMS[3]
SPORTS ENTERTAINMENT PACKAGE[5]
ON DEMAND[4]
PAY-PER-VIEW[4]
MUSIC CHOICE®[4]

[1] All channels require a CableCard, digital converter, digital adapter or digital ready television in certain areas.

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

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

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

[5] 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.

[ ] Channels in brackets are for cable-ready TV sets

^ Minimum subscription of Digital Starter Required.

• Minimum subscription of Digital Preferred Required.

Subscription to a premium service and a digital converter are required in order to receive multiple screens and On Demand programming for that same premium service. Certain On Demand programming may require a subscription to other levels of service. The listed programs, packages, services, channel numbers, content, format and other aspects of Comcast's service are its current offerings and are subject to change or discontinuance at any time in accordance with applicable law. Federal law requires subscription to Limited Basic Service to receive any other level of video service. Other restrictions apply.

For questions, call 1-800-COMCAST.

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
438 Singers & Swing
439 Easy Listening
440 Classical Masterpieces
441 Lite 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
547 TEN
549 Penthouse TV
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 Musica y Mas
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
689 Neo Cricket
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
751-760 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†
795 Univision HD (WUVP HD, Phila.)†
796 Telemundo HD (WWSI HD, Phila)†
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 Destination America 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†
899 Investigation Discovery HD†
965 Gavel To Gavel/Jewelry TV
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 Channel HD†
1513 GOL TV HD†
1630 Outdoor Channel HD†
1631 Sportsman HD†

Family Tier -
Includes C-SPAN, C-SPAN2, The Hub, Disney Channel, Disney XD, DIY, Food Network, HGTV, HLN, Nickelodeon, National Geographic Channel, Sprout, TeenNick, Science Channel, The Weather Channel and, where available, TBN.

Digital Economy -
Includes Limited Basic Service, HD broadcast channels, A&E, AMC, Animal Planet, BET, Cartoon Network, CNN, Comedy Central, C-SPAN, C-SPAN2, Discovery Channel, E!, EWTN, Food Network, Fox News Channel, Hallmark Channel, History Channel, HSN, QVC, Jewelry TV, Lifetime, H2, TV Guide Entertainment, TV Land, USA, The Weather Channel, and, where available, TBN and WGN. Package also includes the corresponding HD channels (HDTV equipment is required to view Digital Economy HD channels).

MultiLatino Max -
Includes Digital Economy, MultiLatino, Bravo, ESPN, ESPN2, Golf Channel, Lifetime Movie Network, MTV, Nickelodeon, Sprout, Syfy, TBS, TLC, TNT, NBC Sports Network, VH1, Comcast SportsNet and all associated regional sports overflow channels.

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

EXHIBIT 3

REDACTED - FOR PUBLIC INSPECTION

3	CBS - KYW-TV 3	[redacted]
6	ABC - WPVI-TV 6	[redacted]
8	WGN America	[redacted]
9	Pennsylvania Cable Network	[redacted]
10	NBC - WCAU-TV 10	[redacted]
12	PBS - WHYY-TV 12	[redacted]
13	FOX - WTXF-TV 29	[redacted]
14	Univision - WUVP-TV 65	[redacted]
15	WFMZ-TV 69	[redacted]
16	CW - WPSG-TV 57	[redacted]
17	PHL 17	[redacted]
18	ION-TV 61	[redacted]
19	WMCN-TV 44	[redacted]
23	NJTV.	[redacted]
25	WTVE-TV 51	[redacted]
26	WFPA Telefutura	[redacted]
27	Telemundo - WWSI-TV 62	[redacted]
28	Colonial School District Education	[redacted]
35	MiND - WYBE-TV 35	[redacted]
38	Twp of Springfield [Montgomery County] Education	[redacted]
39	PBS - WLVT-TV 39	[redacted]
46	Whitemarsh Twp Cable TV	[redacted]
47	TBN - WGTW-TV-48	[redacted]
49	Weatherscan Local	[redacted]
50	USA Network	[redacted]
51	TNT	[redacted]
52	TBS	[redacted]
53	FX	[redacted]
54	Spike TV	[redacted]
70	ESPN	[redacted]
73	ESPN U	[redacted]
74	ESPN2	[redacted]

REDACTED - FOR PUBLIC INSPECTION

76	Comcast SportsNet	■
83	Philadelphia Speed	■
85	Big Ten Network	■
87	NHL Network	★
87	NHL Network	★
89	NBA TV	★
90	NBC Sports Network	■
94	CBS Sports Network	★
99	The Comcast Network	■
100	CNN	■
101	CNN Headline News	■
102	CNBC	■
103	MSNBC	■
104	Bloomberg TV	■
109	C-SPAN	■
110	C-SPAN 2	■
111	C-SPAN 3	■
118	Fox News	■
119	The Weather Channel	■
120	Discovery Channel	■
121	National Geographic Channel	■
122	Science	■
123	Investigation Discovery	■
125	Military Channel	■
128	History Channel	■
130	Animal Planet	■
131	FiOS TV Information	■
139	TLC	■
140	Lifetime	■
141	LMN	■
143	Soapnet	■
144	Oxygen	■
149	WE tv	■
150	QVC	■
151	HSN	■
152	Liquidation Channel	■
155	Jewelry Television	■
157	ShopNBC	■
158	WOW	■
164	Food Network	■

REDACTED - FOR PUBLIC INSPECTION

165	HGTV	
170	Travel Channel	
180	Syfy	
181	A&E	
183	truTV	
185	Bravo	
187	Logo	
190	Comedy Central	
194	TV Guide Network	
196	E! Entertainment Television	
199	ABC Family	
210	MTV	
211	MTV2	
216	fuse	
217	VH1	
218	VH1 Classic	
220	Centric	
221	CMT	
224	gmc	
229	Mnet	
230	Turner Classic Movies	
231	AMC	
233	ReelzChannel	
239	Hallmark Movie Channel	
240	Hallmark Channel	
244	TV Land	
245	Retirement Living	
246	Blue Highways TV	
247	RFD TV	
250	Disney Channel	
251	Disney XD	
252	Nickelodeon	
254	Nick Toons	
255	TeenNick	
256	Nick Jr.	
257	Cartoon Network	
259	The Hub	
260	Disney Junior	
263	PBS Kids Sprout	
270	BET	
273	Tr3s: MTV, Musica y Mas	

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274	Galavisión	★
275	Mun2	★
276	nuvo TV	★
279	HITn	★
281	Sino TV Network	■
285	EWTN	■
286	INSP	■
288	Church Channel	■
289	JCTV	■
292	The Word	■
293	Daystar	■
295	TBN - TRINITY	■
297	The SonLife Broadcasting Network	■
300	Fox College Sports Atlantic	★
301	Fox College Sports Central	★
302	Fox College Sports Pacific	★
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 Network	★
318	Mav TV	★
319	Blackbelt TV	★
330	Big Ten 1	■
331	Big Ten 2	■
335	NFL Red Zone [currently out-of-season]	★
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	★

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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 West	★
369	Showtime 2	★
370	Showtime 2 West	★
371	Showtime Beyond	★
372	Showtime Beyond West	★
373	Showtime Extreme	★
374	Showtime Extreme West	★
375	Showtime Women	★
376	Showtime Women West	★
377	Showtime Next	★
378	Showtime Next West	★
379	Showtime Family Zone	★
380	Showtime Family Zone West	★
385	The Movie Channel	★
386	The Movie Channel West	★
387	The Movie Channel Xtra	★
388	The Movie Channel Xtra West	★
390	Flix	★
391	Flix West	★
392	Sundance Channel	★
395	EPIX	★
400	HBO	★

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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	★
440	Playboy TV	★
441	Playboy TV en Español	★
445	here! TV	★
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	■
471	WLVT V-ME	▩
472	WLVT Create	▩
473	WHYY 2	▩
474	WHYYARTS	▩
475	WYBE NHK World	▩
477	WYBE France 24	▩
478	WYBE RT TV	▩

REDACTED - FOR PUBLIC INSPECTION

491	Qubo [WPPX]	■
492	ION Life [WPPX]	■
503	CBS - KYW HD	■
506	ABC - WPVI HD	■
510	NBC - WCAU HD	■
512	PBS - WHYY HD	■
513	FOX - WTXF HD	■
514	Univision - WUVP-TV 65 HD	■
515	WFMZ TV 69 HD	■
516	CW - WPSG HD	■
517	PHL 17 HD	■
518	ION HD	■
523	NJTV HD	■
539	PBS WLVT-TV 39 HD	■
550	USA HD	■
551	TNT HD	■
552	TBS HD	■
553	FX HD	■
554	Spike HD	■
570	ESPN HD	■
573	ESPN U HD	■
574	ESPN2 HD	■
576	Comcast SportsNet Philadelphia HD	■
583	Speed HD	■
585	Big Ten Network HD	■
587	NHL Network HD	★
589	NBA TV HD	★
590	NBC Sports Network HD	■
591	Outdoor Channel HD	★
592	Tennis Channel HD	★
593	Golf Channel HD	★
597	World Fishing Network HD	★
598	MAV TV HD	★
600	CNN HD	■
602	CNBC HD+	■
603	MSNBC HD	■
618	Fox News HD	■
619	The Weather Channel HD	■
620	Discovery Channel HD	■
621	National Geographic	■

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	Channel HD	
622	Science HD	■
623	Investigation Discovery HD	■
628	History Channel HD	■
630	Animal Planet HD	■
639	TLC HD	■
640	Lifetime HD	■
641	LMN HD	■
649	WE tv HD	■
650	QVC HD	■
651	HSN HD	■
664	Food Network HD	■
665	HGTV HD	■
670	Travel Channel HD	■
680	Syfy HD	■
681	A&E HD	■
683	tru TV HD	■
685	Bravo HD	■
690	Comedy Central HD	■
696	E! HD Entertainment Network	■
699	ABC Family HD	■
710	MTV HD	■
716	fuse HD	■
717	VH1 HD	■
721	CMT HD	■
731	AMC HD	■
739	Hallmark Movie Channel HD	■
752	Nickelodeon HD	■
770	BET HD	■
780	Disney Channel HD	■
781	Disney XD HD	■
789	The Hub HD	■
835	NFL Red Zone HD [currently out-of-season]	★
840	Starz HD	★
842	Starz Edge HD	★
845	Starz Kids & Family HD	★
847	Starz Comedy HD	★
850	Encore HD	★
865	Showtime HD	★

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866	Showtime West HD	
867	Showtime Showcase HD	
868	Showtime Showcase West HD	
869	Showtime 2 HD	
870	Showtime 2 West HD	
873	Showtime Extreme HD	
874	Showtime Extreme West HD	
885	The Movie Channel HD	
887	The Movie Channel Xtra HD	
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 HD	
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	
928	W Max HD	
929	At Max HD	
930	Five Star Max HD	
931	Outer Max HD	
1000	TVN Event TV	
1002	ESPN 3D	
1009	Fox Soccer Plus	
1010	ESPN Full Court/Game Plan PPV1	

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1011	ESPN Full Court/Game Plan PPV2	★
1012	ESPN Full Court/Game Plan PPV3	★
1013	ESPN Full Court/Game Plan PPV4	★
1014	ESPN Full Court/Game Plan PPV5	★
1015	ESPN Full Court/Game Plan PPV6	★
1470	MLB Extra Innings HD/NHL Center Ice HD	★
1471	MLB Extra Innings HD2/NHL Center ICE HD 2	★
1472	MLB Extra Innings HD3/NHL Center Ice HD3	★
1473	MLB Extra Innings HD4/NHL Center Ice HD4	★
1474	MLB Extra Innings HD5/NHL Center Ice HD5	★
1475	MLB Extra Innings 1/NHL Center Ice 1	★
1476	MLB Extra Innings 2/NHL Center Ice 2	★
1477	MLB Extra Innings 3/NHL Center Ice 3	★
1478	MLB Extra Innings 4/NHL Center Ice 4	★
1479	MLB Extra Innings 5/NHL Center Ice 5	★
1480	MLB Extra Innings 6/NHL Center Ice 6	★
1481	MLB Extra Innings 7/NHL Center Ice 7	★
1482	MLB Extra Innings 8/NHL Center Ice 8	★
1483	MLB Extra Innings 9/NHL Center Ice 9	★
1484	MLB Extra Innings 10/NHL Center Ice 10	★
1485	MLB Extra Innings 11/NHL Center Ice 11	★
1486	MLB Extra Innings 12/NHL Center Ice 12	★
1487	MLB Extra Innings 13/NHL Center Ice 13	★
1488	MLB Extra Innings 14/NHL Center Ice 14	★
1489	NBA League Pass HD/MLS Direct Kick HD	★

REDACTED - FOR PUBLIC INSPECTION

1490	NBA League Pass 1/MLS Direct Kick 1	★
1491	NBA League Pass 2/MLS Direct Kick 2	☆
1492	NBA League Pass 3/MLS Direct Kick 3	☆
1493	NBA League Pass 4/MLS Direct Kick 4	☆
1494	NBA League Pass 5/MLS Direct Kick 5	☆
1495	NBA League Pass 6/MLS Direct Kick 6	☆
1496	NBA League Pass 7/MLS Direct Kick 7	☆
1497	NBA League Pass 8/MLS Direct Kick 8	☆
1498	NBA League Pass 9/MLS Direct Kick 9	☆
1499	NBA League Pass 10/MLS Direct Kick 10	☆
1503	Galavisión	☆
1506	Televisión Dominicana	☆
1507	Supercanal	☆
1508	WAPA América	☆
1509	Tele El Salvador	☆
1511	Multimedios TV	☆
1512	Ecuavisa Internacional	☆
1513	Telemicro Internacional	☆
1516	Multimedios HD	☆
1520	ESPN Deportes	☆
1521	Fox Deportes	☆
1523	GOL TV	☆
1535	AyM Sports	☆
1536	TyC Sports	☆
1540	CNN en Español	☆
1548	Dominican View	☆
1549	Canal SUR	☆
1550	Milenio Television	☆
1560	TVE Internacional	☆
1561	History Channel en Español	☆
1563	Discovery En Español	☆
1564	Nat Geo Mundo	☆
1567	Once TV México	☆
1582	Utilísima	☆

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1583	Pasiones
1590	Latele Novela Network
1620	Infinito
1642	nuvo TV
1643	Mun2
1646	Canal 22
1648	HITn
1660	Tr3s: MTV, Musica y Mas
1662	Telehit
1663	Bandamax Estados Unidos
1664	Ritmoson Latino EUA
1666	TeleRitmo
1670	Ultra Fiesta
1680	De Película
1681	De Película Clásico
1682	Viendo Movies
1683	Gran Cine
1685	Cine Latino
1686	Cine Mexicano
1687	Cine Nostalgia
1688	Cine Estelar
1690	Ultra Cine
1692	Ultra Mex
1701	La Familia
1702	Discovery Familia
1703	Centroamérica TV
1704	TV Chile
1705	TV Colombia
1706	Teleamazonas
1720	¡Sorpresa!
1721	Vme Kids
1722	Disney XD
1723	Semillitas
1724	Boomerang [SAP]
1727	BBC CBeebies
1730	Ultra Kidz
1740	TBN Enlace USA
1741	EWTN Español
1751	STAR India PLUS
1752	TV Asia
1753	Zee TV

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1754	Sony Entertainment TV Asia	★
1755	The Filipino Channel	★
1756	GMA Pinoy TV	☆
1757	Jus Punjabi	☆
1760	Munhwa Broadcasting Corp [MBC] [Korean]	☆
1761	YTN Yonhap TV News	☆
1762	SBS Seoul Broadcasting Corporation	☆
1764	RTPi	☆
1765	SBTN [Saigon Broadcasting Television Network]	☆
1766	CTN	☆
1767	TVK	☆
1768	TV GLOBO	☆
1770	TV Japan	☆
1771	TV 5 Monde [French]	☆
1772	RAI Italia [Italian]	☆
1773	Channel One Russia	☆
1774	Russian Television Network	☆
1775	RTR Planeta	☆
1776	TVP Polonia [Polish]	☆
1777	BN TV	☆
1778	TV1	☆
1779	Public TV of Armenia	☆
1780	Arab Radio & Television [ART]	☆
1781	Kuwait TV	☆
1783	Pro TV [RSC 3]	☆
1784	RSC 1	☆
1785	Rang A Rang [Farsi]	☆
1787	DW Amerika	☆
1788	ProSiebenSat.1Welt	☆
1789	Antenna 1	☆
1795	China Central TV 4	☆
1796	CTI Zhong Tian Channel	☆
1797	Phoenix North America Chinese Channel	☆
1798	TVBe	☆
1800	MC Hit List	■
1801	MC Hip-Hop and R&B	■

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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 Alternative	
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 Christian	
1832	MC Sounds of the Season	
1833	MC Soundscapes	
1834	MC Smooth Jazz	
1835	MC Jazz	
1836	MC Blues	
1837	MC Singers & Swing	
1838	MC Easy Listening	
1839	MC Classical Masterpieces	
1840	MC Light Classical	
1841	MC Musica Urbana	
1842	MC Pop Latino	

REDACTED - FOR PUBLIC INSPECTION

1843	MC Tropicales	■
1844	MC Mexicana	■
1845	MC Romances	■

■ Included Channel ★ Premium Available For Additional Cost ★ Channel included with a bundle

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 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

REDACTED - FOR PUBLIC INSPECTION

ECTR – Effective Competition Tracking Report

SBCA

Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated February 17, 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: March 20, 2012

ZIP Codes	DTH Count
Requested total for Bordentown City, NJ	

Data is current through 2/29/2012

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 2012-02-29

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Total

ECTR – Effective Competition Tracking Report

Provided by
Satellite Broadcasting and Communications Association

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Report Date: March 20, 2012

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Requested total for Bordentown Township, NJ	

Data is current through 2/29/2012

Report Prepared by:
Martin Esteves
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; oldest data from 2012-02-29

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EXHIBIT 7

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.

	Bordentown city, New Jersey
Total:	2,014
Occupied	1,859
Vacant	155

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.

	Bordentown township, Burlington County, New Jersey
Total:	4,360
Occupied	4,173
Vacant	187

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

EXHIBIT 8

	A	B	C	D	E	F
1	**Community**	**State**	**Total DBS Subscribers**	**Verison Subscribers**	**2010 Census Occupied Housing Units**	**% of DBS Penetration In Franchise Area Column C + D/ Column E**
2	Bordentown City	NJ	[redacted]	[redacted]	1,859	43.41%
3	Bordentown Township	NJ	[redacted]	[redacted]	4,173	41.34%

CERTIFICATE OF SERVICE

I, Deborah D. Williams, do hereby certify on this 13th day of June, 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:

Ms. Patricia D. Ryan
City Clerk
Bordentown City
324 Farnsworth Ave.
Bordentown, NJ 08505

Ms. Colleen Eckert
Township Clerk
Bordentown Township
1 Municipal Drive
Bordentown, NJ 08505

Eric Edgington
Verizon
4458 Madison Industrial Lane
MC: FLTP0007
Tampa, FL 33619

Lawanda R. Gilbert, Acting Director
Office of Cable Television
Board of Public Utilities
44 South Clinton Avenue, 98th Floor
Post Office Box 350
Trenton, NJ 08625-0350

Deborah Williams
Deborah D. Williams