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September 20, 2012

Ms. Marlene Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

Re: *Ex parte* communication in Revision of the Commission's Program Access Rules, MB Docket No. 12-68; News Corporation and the DIRECTV Group, Inc., Transferors, and Liberty Media Corporation, Transferee, for Authority to Transfer Control, MB Docket No. 07-18; Applications for Consent to the Assignment and/or Transfer of Control of Licenses, Adelphia Communications Corporation (and subsidiaries, debtors-in-possession), Assignors, to Time Warner Cable Inc. (subsidiaries), Assignees, *et al.*, MB Docket No. 05-192.

Dear Ms. Dortch:

This *ex parte* letter is being submitted to report that on September 19, 2012, I communicated by telephone with Zak Katz, Chief of Staff to Chairman Genachowski, on behalf of DIRECTV in connection with the above-captioned proceedings. I made the following points during the presentation:

- the program access provisions of the 1992 Cable Act were vital to promoting competition in the MVPD market and remain necessary today;
- the vertical integration that has occurred in the MVPD market over the past several years further underscores the need for safeguards involving program access;
- the current rules allow for an exclusivity determination and have been used in the past, as far back as the regional news network in New England in the mid-1990s, to allow for exclusivity and that is the right mechanism;
- flipping the burden so that competing MVPDs would have to challenge exclusive arrangement after the fact would be expensive, time-consuming for the Commission and parties, and would undermine current competition in the MVPD market.

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Please direct any questions to the undersigned.

Sincerely,

/s/

Gerard J. Waldron
Counsel to DIRECTV
