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July 2, 2014

VIA ELECTRONIC FILING

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

**Re: *In the Matter of Applications of Comcast Corp. and Time Warner Cable Inc.
for Consent to Transfer Control of Licenses and Authorizations,
MB Docket No. 14-57***

Dear Ms. Dortch:

On June 30, 2014, the undersigned and Jonathan Friedman of Willkie Farr & Gallagher LLP spoke with Michelle Carey, Mary Beth Murphy, Adam Copeland, and Brendan Murray of the Media Bureau about Comcast's request regarding waiver of the integration ban rule for certain integrated set-top boxes that Charter is deploying in cable systems that Comcast will be acquiring from Charter.¹ Out of an abundance of caution, Comcast requested that the Commission grant Comcast the benefit of the *Charter Waiver Order* through April 18, 2016.²

In response to questions from staff, we explained that the waiver request does not expand the scope of the *Charter Waiver Order*. Rather, the request is limited to integrated set-top boxes that Charter is deploying in its systems pursuant to the *Charter Waiver Order*, and Comcast will not deploy any new integrated set-top boxes in the acquired systems or in any other Comcast system after the transaction is completed.³ We further explained that the waiver will give Comcast sufficient time to migrate the integrated boxes at issue to a compliant security solution consistent with Comcast's

¹ See Public Interest Statement of Comcast Corporation and Charter Communications, Inc., Charter-to-Comcast Exchange Transaction, MB Docket No. 14-57, at 18 (June 4, 2014).

² See *Charter Commc'ns Inc., Request for Waiver of Section 76.1204(a)(1) of the Commission's Rules*, Memorandum Opinion & Order, 28 FCC Rcd. 5212 (2013) ("*Charter Waiver Order*").

³ Consistent with the Commission's rules, see 47 C.F.R. § 76.1204(a)(2)(i), Comcast may still deploy one-way integrated set-top boxes (e.g., digital transport adapters) in the acquired and other systems.

security plans across its footprint, or pursue other measures to achieve compliance in the acquired systems, by April 18, 2016.⁴

Please direct any questions regarding this matter to the undersigned.

Respectfully Submitted,

/s/ Kathryn A. Zachem

Senior Vice President,
Regulatory and State Legislative Affairs
Comcast Corporation

cc: Michelle Carey
Mary Beth Murphy
Adam Copeland
Brendan Murray

⁴ In this regard, Comcast notes that its request was based on its then-current understanding of the set-top box technology being used in the Charter systems.