



August 21, 2014

Chairman Tom Wheeler
Commissioner Mignon Clyburn
Commissioner Jessica Rosenworcel
Commissioner Ajit Pai
Commissioner Michael O'Rielly
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

RE: MB Docket No. 14-57

Dear Chairman and Commissioners:

INSP, LLC wishes to express its strong support for Comcast and its proposed merger with Time Warner Cable. As one of the nation's leading independent cable television networks, INSP has had the opportunity to work with Comcast for many years. Our endorsement of the merger is based upon this extensive experience.

Founded in 1990, INSP has emerged as one of the leading providers of family-focused television entertainment. According to Nielsen, INSP was the fastest growing cable network in 2013 in terms of ratings. This growth has been catapulted by providing "lunge-free" content: wholesome programming throughout our schedule that is suitable for every member of the family (so viewers don't need to "lunge" for the remote when faced with objectionable content).

Although we are now viewed in a universe of more than 80 million households, as an independent network INSP has faced an uphill battle in gaining distribution. However, one significant reason for our substantial growth has been the consistent support we have received from Comcast.

Comcast and INSP have a long-standing and successful relationship. Comcast has been pro-active in its support of wholesome entertainment and value-based content, and has demonstrated this commitment by doubling the number of subscribers that can access INSP since 2011.

In recent years Comcast has launched INSP in its Big South region, making INSP's programming available to subscribers in Atlanta, Nashville and various areas in Mississippi, as well as its West Division, where INSP is now available to an additional 1.8 million subscribers in California (San Francisco, Fresno, San Jose and Sacramento), Washington (Seattle) and Minnesota (Minneapolis and St. Paul). At present, INSP is available in more than 14 million homes served by Comcast.

Some distributors, particularly DBS, have been less than cooperative. They frequently display reluctance and even opposition to independent networks like INSP, and are dismissive of the importance of family-oriented content. Comcast, by contrast, has always treated INSP fairly and reasonably, and has rightfully gained the reputation as a leading supporter of independent programming for which there is an audience.

Further, Comcast recognizes that family-oriented entertainment is an essential part of the American media and cultural landscape, and that such content helps distributors attract and retain subscribers in an increasingly competitive consumer marketplace. In this regard, Comcast has supported the entrepreneurial spirit that has characterized the important role independent networks have played in the evolution of the television industry. This stands in stark contrast to certain other national distributors who periodically drop independent networks or make unreasonable demands as the *quid pro quo* for carriage.

Some concern has been expressed that the merger of Comcast and Time Warner will result in too much concentration of control, which in turn will stifle innovation and hurt consumers. However, based on our extensive experience in working with Comcast we feel that such fears are without merit. In fact, Comcast has a strong record of launching viable, independent networks.

In short, we believe Comcast's merger with Time Warner Cable will be a great development for independent networks, and that it will usher in a new, exciting era for our industry and the American viewing public. Comcast has clearly earned its leadership position and the respect of INSP and others throughout the industry for its professionalism, business acumen, and management expertise. We believe Comcast will continue to set the standard after its merger with Time Warner Cable is finalized.

It is for all of these reasons that we are confident the proposed merger will serve the public interest and that we voice our unequivocal support for its approval.

We would be happy to answer any questions the Commission might have about this matter, or help in any other way.

Sincerely,

A handwritten signature in blue ink that reads "David Cerullo". The signature is fluid and cursive, with the first name being more prominent.

David Cerullo
Chairman & CEO