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October 20, 2010

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

RE: Notice of Ex Parte Communication
MB Docket No. 10-56

Dear Ms. Dortch:

On October 19, 2010, the undersigned of this Firm, together with DeDe Lea, Executive Vice President, Government Relations; Michael Fricklas, Executive Vice President and General Counsel; and Keith Murphy, Vice President, Government Relations, Viacom Inc. (“Viacom”), and Denise Denson, Executive Vice President of Content Distribution and Marketing, MTV Networks, BET Networks and EPIX (“MTVN”), met with John Flynn, Jim Bird, William Freedman and Jennifer Tatel of the Commission in connection with the above-referenced proceeding.

In particular, the Viacom and MTVN representatives discussed issues related to the impact that the Comcast/NBCU transaction will have on the distribution of independent programming. They explained that, given the operator’s size and geographic footprint, carriage on Comcast is critically important for the success of programming and creation of new channels and offerings to consumers. The Viacom and MTVN representatives asked the Commission to continue closely examining whether the proposed deal would result in changes in incentives and increased market power that could further disadvantage independent sources of programming.

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This letter is being submitted electronically in the above-referenced docket, which has been granted permit-but-disclose status, pursuant to Section 1.1206(b) of the Commission's Rules. Should you have any questions concerning this submission, kindly contact the undersigned.

Very truly yours,

/s/

Antoinette Cook Bush
Counsel to Viacom Inc.

cc: John Flynn
Jim Bird
William Freedman
Jennifer Tatel