



Ross J. Lieberman  
Vice President of Government Affairs  
American Cable Association  
2415 39<sup>th</sup> Place, NW  
Washington, DC 20007

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December 23, 2010

Via ECFS

Marlene Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, SW  
Room TW-A325  
Washington, DC 20554

**Re: American Cable Association (“ACA”) Notice of Ex Parte Presentation; *In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licenses*; MB Docket No. 10-56.**

Dear Ms. Dortch:

On December 22, 2010, the undersigned participated in a telephone conference with Joshua Cinelli, legal advisor to Commissioner Copps. During the call, I discussed the importance of having remedial conditions placed on the license transfers associated with the Comcast-NBCU transaction that work in practice and not just in theory to mitigate the substantial horizontal and vertical harms that small multichannel video programming distributors (“MVPDs”) would suffer post-combination, consistent with ACA’s previous filings in this docket.<sup>1</sup>

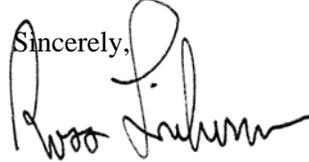
In particular, I stressed again ACA’s position that baseball-style commercial arbitration has not worked in practice for small MVPDs with 125,000 or fewer subscribers in the relevant market for the programming at issue, and that a “one-way fee shifting” provision, as I understand the proposal, would not meaningfully improve this remedy for operators of this size. I also reiterated that ACA’s recommended conditions would effectively ensure that smaller MVPDs do not suffer post-transaction from the vastly increased market power of Comcast-NBCU.

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<sup>1</sup> *In the Matter of Applications of Comcast Corporation, General Electric Company, and NBC Universal, Inc., to Assign and Transfer Control of FCC Licenses*, MB Docket No. 10-56, Comments of the American Cable Association (filed June 21, 2010) (“ACA Comments”); Response to Comments of the American Cable Association (filed July 21, 2010); Reply of the American Cable Association (filed Aug. 19, 2010) (“ACA Reply”). In addition ACA’s concerns are documented in ex parte letters filed on August 27, 2010, September 21, 2010, September 22, 2010, October 12, 2010, November 5, 2010, November 8, 2010, November 24, 2010, December 7, 2010, December 8, 2010, December 13, 2010 and December 22, 2010.

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If you have any questions, or require further information, please do not hesitate to contact me directly. Pursuant to section 1.1206 of the Commission's rules, this letter is being filed electronically with the Commission.

Sincerely,  
  
Ross J. Lieberman

cc (via email): Michael Steffen