

January 14, 2011

VIA ELECTRONIC FILING

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

Re: *In the Matter of Applications of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees*, MB Docket No. 10-56

Dear Ms. Dortch:

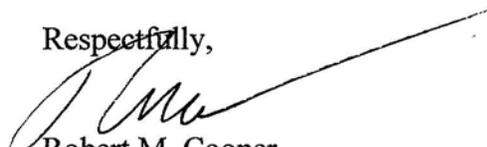
On January 13, the undersigned and Neal Hannan, counsel for Level 3 Communications, Inc. ("Level 3"), and Robert Yates, Senior Vice President & Assistant Chief Legal Officer of Level 3, met with Joshua Cinelli, Media Advisor to Commissioner Copps, and Margaret McCarthy, Policy Advisor to Commissioner Copps.

During this meeting, Level 3 discussed the issues addressed in its previous filings in this docket.

We reiterated Level 3's concern about Comcast's unprecedented and unilateral decision to charge a fee for delivering content requested by Comcast's broadband subscribers. In particular, we noted that while Comcast's current actions came in the wake of Level 3's recently announced arrangement to deliver Netflix content, Comcast's incentives for more egregious conduct will only increase after it gains control of NBCU. Specifically, if the pending transaction is consummated, Comcast will have a substantially increased incentive to use its control over the "last-mile" of consumer broadband access to impede delivery of content that originates from content providers that compete with Comcast's myriad other business interests. Further, we explained why measures taken by Comcast to increase the costs of delivery of content requested by Comcast's broadband end-users will chill innovation and investment in the creation and delivery of competitive content that Comcast customers want to access.

Please direct any questions regarding this matter to my attention.

Respectfully,



Robert M. Cooper

cc (via e-mail):
Joshua Cinelli
Margaret McCarthy