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ORIGINAL

January 10, 2011

FILED/ACCEPTED

JAN 10 2011

Federal Communications Commission
Office of the Secretary

Via Hand Delivery and Electronic Delivery

Ms. Marlene H. Dortch
Federal Communications Commission
The Portals, TW-A325
445 12th Street SW
Washington, DC 20554

Re: Notice of Ex Parte Presentation – *Application of Comcast Corporation, General Electric Company and NBC Universal, Inc. for Consent to Assign Licenses or Transfer Control of Licensees*, MB Dkt. 10-56

REDACTED – FOR PUBLIC INSPECTION

Dear Ms. Dortch,

Pursuant to the Second Protective Order in the above referenced proceeding, enclosed please find two copies of the redacted *ex parte* letter of EarthLink, Inc. filed today with the Federal Communications Commission. This letter was also filed electronically via ECFS. The unredacted version of the letter containing information identified as “Highly Confidential Information” was filed today via hand delivery, along with a Request for Highly Confidential Treatment. Two copies of the Highly Confidential version are also being hand delivered to Ms. Vanessa Lemmé.

Please do not hesitate to contact me if you have any questions.

Respectfully submitted,



Jennifer P. Bagg
Counsel for EarthLink, Inc.

Enclosure

cc: Vanessa Lemmé

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Dear Ms. Dortch:

On Friday, January 7, 2011, the undersigned had separate telephone conferences with Joshua Cinelli, Media Advisor, Office of Commissioner Copps, and Angela Kronenberg, Wireline Legal Advisor, Office of Commissioner Clyburn, to discuss the above referenced proceeding.

In particular, we discussed how conditioning the transaction upon wholesale standalone broadband service arrangements directly addresses the identified merger-specific harms to broadband services and online video and how it serves consumers by creating market-based incentives for lower prices, better service and improved offerings by both Comcast and competitors. In addition, we discussed how independent providers of broadband services utilizing wholesale inputs would be able to stimulate video competition, allowing consumers to enjoy their preferred video providers, including online video options.

We also discussed the fact that EarthLink currently has a limited wholesale arrangement with Comcast today and noted that expansion of this arrangement would be easy to implement and would not likely require any continuing government involvement, oversight, or enforcement. Specifically, this arrangement covers areas in {{{ [REDACTED] }}, with EarthLink serving approximately {{{ [REDACTED] }}} customers today under the arrangement.

With respect to how wholesale arrangements differ from unbundling, EarthLink noted that wholesale service agreements are the hallmark of commercial arrangements

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EarthLink Ex Parte (MB Dkt. 10-56)

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and have existed well before the lexicon of unbundling even entered telecommunications (and before the Telecommunication Act of 1996). Unlike unbundling, which requires piece-parts of networks to be disassembled and offered at regulated rates even if the provider does not approach its own network in that way, network service providers have long provided wholesale services and inputs to various entities as a matter of course. Notably, Comcast to a limited degree and other cable providers to a much larger extent already offer wholesale broadband services and this has not affected their deployment, investment or network management.

Rather than being intrusive into internal systems and processes, these current wholesale arrangements reflect standard commercial relationships such as those that exist for special access and other services. Indeed, Comcast likely uses a great deal of wholesale special access arrangements in provisioning its services to consumers, many of which are likely services offered on regulated terms. In fact, when DSL was deployed as an early mass-market broadband service, Verizon (then Bell Atlantic) voluntarily sought and reached a commercial wholesale arrangement with AOL, providing wholesale inputs so AOL could offer broadband to end-user consumers. Significantly, Verizon sought this arrangement even though the wholesale relationship required the filing of special access tariffs at the time because it understood that offering wholesale services to entities that have direct consumer relationships is a viable approach in a market-based arena.

Pursuant to the Commission's rules, one copy of the redacted public version of this letter is being filed electronically in the above-referenced docket for inclusion in the public record and distributed to the meeting participants via email. Please do not hesitate to contact me directly if you have any questions.

Respectfully submitted,



Donna N. Lampert
Counsel for EarthLink, Inc.