



February 7, 2002

By Hand Delivery

William F. Caton
Acting Secretary
Federal Communications Commission
445 12th Street, SW
Room TW-A325
Washington, D.C. 20554

Re: *Ex Parte Presentation* – In the Matter of Application for
Consent to the Transfer of Control of Telemundo
Communications Group, Inc. (“Telemundo”) from Its
Shareholders to TN Acquisition Corp., File Nos.
BTCCT-20011101ABK, *et seq.*

Dear Ms. Salas:

In accordance with Section 1.1206 of the Commission’s Rules, 47 C.F.R. § 1.1206 (2000), and the Public Notice released on November 16, 2001 (DA 01-2689), announcing that the above-referenced applications (collectively, the “Application”) will be accorded permit-but-disclose treatment, National Broadcasting Company, Inc. (“NBC”) submits this letter to report that on February 5, 2002, Jay Ireland, Lawrence Tu, Diane Zipursky and Robert Okun of NBC; Jim McNamara, Alan Sokol and Juan Antunez of Telemundo and Meredith Senter of Leventhal, Senter & Lerman, P.L.L.C., met with Commissioner Michael Copps and Susanna Zwerling, Legal Advisor to Commissioner Copps, to discuss the Application and the petitions to deny the Application filed by the Puerto Rican Legal Defense and Education Fund, Inc., *et al.* (“Latino Coalition”) and Paxson Communications Corporation (“Paxson”).

As set forth in the Application, NBC stated its intention to maintain Telemundo as a Spanish language network. NBC also emphasized that the public interest will be served by NBC’s acquisition of Telemundo because NBC will strengthen Telemundo’s ability to compete with Univision, the dominant provider of Spanish-language programming and programming targeted to the Latino Community. NBC explained that the merger will enable both NBC and Telemundo stations to become stronger in their local markets. In particular, NBC noted that Telemundo local stations will have access to more news gathering resources, as well as technical resources. NBC and Telemundo stated their intention to raise the bar for the level of quality in programming for the Spanish-speaking community.

With respect to the petition filed by the Latino Coalition, NBC expressed its view, also set forth in its Opposition to the petition, that the Application was complete in all respects and demonstrated that a 12-month period in which to come into compliance with the television local ownership rules in the Los Angeles Designated Market Area

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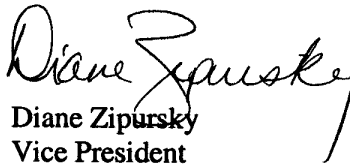
("DMA") was amply justified by current conditions in the market for stations sales, by the special circumstances involved in selling a Spanish-language television station and by the size and diversity of the Los Angeles DMA. NBC and Telemundo advised the FCC staff that representatives from each of the companies has met with representatives of the Latino Coalition to discuss their concerns and that the companies believe progress is being made in addressing many of those concerns.

With respect to the petition filed by Paxson, NBC expressed its view, also set forth in its Opposition to the petition, that the contractual relationship with Paxson complied in all respects with all applicable attribution and ownership rules, that the NBC employees nominated by NBC for election to the Paxson Board conducted themselves appropriately at all times and that Paxson filed the petition for the purpose of drawing the Commission into its private contractual dispute with NBC, thereby attempting to create leverage in its effort to renegotiate the existing agreements.

NBC and Telemundo expressed their desire to have the Application granted as soon as possible as any delay puts Telemundo at a competitive disadvantage.

An original and one copy of this *ex parte* letter are being filed with the Secretary's Office as required by Section 1.1206(b)(2) of the Commission's Rules. Please contact the undersigned if there are any questions with respect to this *ex parte* letter.

Very truly yours,



Diane Zipursky
Vice President
National Broadcasting Company, Inc.

cc: Commissioner Michael Copps
Susanna Zwerling
Service List

CERTIFICATE OF SERVICE

I, Martha A. Shiles, hereby certify that on this 7th day of February, 2002, copies of the foregoing were served by hand delivery (indicated by *) or by U.S. mail, postage prepaid, upon the following:

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Martha A. Shiles