

December 22, 2010

**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 Licenses, MB Docket No. 10-56*

Dear Ms. Dortch:

On December 21, 2010, Kathy Zachem, Vice President, Regulatory and State Legislative Affairs, Comcast Corporation; Rick Cotton, Executive Vice President and General Counsel, NBC Universal, Inc.; Arthur Burke, Davis Polk & Wardwell LLP; and the undersigned (collectively, "Applicants") met with Edward Lazarus, Chief of Staff to the Chairman, Rick Kaplan, Chief Counsel and Senior Legal Advisor to the Chairman, and John Flynn, Senior Counsel to the Chairman for Transactions, regarding the above-captioned proceeding.

Applicants discussed potential conditions currently under consideration by the Commission in the following areas: the distribution of online video, arbitration, open Internet, and small cable operators. With regard to the distribution of online video, Applicants described the negative consequences that conditions in this area could have on competition, consumers, and the Comcast and NBC Universal businesses. Applicants urged that any online video conditions should be narrowly tailored to avoid such consequences. Applicants also discussed the term of any conditions related to online video. Applicants argued that, if the Commission adopts conditions in this area, the nascent and dynamic nature of the online video business necessitates that such conditions have a term of limited duration.

With regard to arbitration, Applicants agreed, consistent with their prior written submissions in this proceeding, that the current arbitration procedures should be streamlined to make the process more efficient for all parties. Applicants stressed that any arbitration process should allow the parties to the arbitration the right to appeal the arbitrator's ruling to the Commission.

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Applicants argued that there is no basis in the factual, legal, or economic record for the adoption of conditions related to open Internet services. Applicants further pointed out that the Open Internet Report and Order that the Commission adopted yesterday resolves any concerns in this area.

Finally, Applicants stated that, if the Commission adopts any conditions related to small cable operators, it should adhere to the definition of “small cable company” contained in the current rules.

Please contact me should you have any questions regarding this matter.

Respectfully submitted,

/s/ Michael H. Hammer  
Michael H. Hammer  
*Counsel for Comcast Corporation*

cc: John Flynn  
Rick Kaplan  
Edward Lazarus