

SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP

1440 NEW YORK AVENUE, N.W.  
WASHINGTON, D.C. 20005-2111

TEL: (202) 371-7000

FAX: (202) 393-5760

www.skadden.com

FIRM/AFFILIATE OFFICES

BOSTON  
CHICAGO  
HOUSTON  
LOS ANGELES  
NEW YORK  
PALO ALTO  
SAN FRANCISCO  
WILMINGTON

BEIJING  
BRUSSELS  
FRANKFURT  
HONG KONG  
LONDON  
MOSCOW  
MUNICH  
PARIS  
SÃO PAULO  
SHANGHAI  
SINGAPORE  
SYDNEY  
TOKYO  
TORONTO  
VIENNA

July 22, 2010

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12th Street, S.W.  
Washington, D.C. 20554

RE: Notice of Ex Parte Communication  
MB Docket Nos. 07-198, 10-56, 10-91, and 09-194

Dear Ms. Dortch:

On July 21, 2010, the undersigned of this Firm, together with DeDe Lea and Keith Murphy of Viacom Inc. ("Viacom"), met with William Lake, Mary Beth Murphy, Holly Saurer and Jessica Almond of the Commission to discuss issues related to the above-referenced proceedings.

In particular, we briefly summarized arguments made in Viacom's filings in response to the Commission's Notice of Proposed Rulemaking (MB Docket No. 07-198) relating to the examination of program tying practices. We also discussed the pending Comcast/NBCU transaction (MB Docket No. 10-56) and asked about the Commission's timetable for review.

In addition, we discussed the issues set forth in comments filed by the Motion Picture Association of America (of which Viacom's Paramount Pictures subsidiary is a member) in response to the Commission's Notice of Inquiry relating to set-top boxes and gateway devices (MB Docket No. 10-91). We expressed concern that the Commission's proposal will not achieve its intended result and pointed out that a failure to take into account critical provisions in content distribution agreements will harm consumers in unforeseen ways. Finally, we discussed the Commission's Notice of Inquiry relating to children's media issues (MB Docket No. 09-194).

Marlene H. Dortch  
July 22, 2010  
Page 2

This letter is being submitted electronically in the above-referenced dockets, which have been granted permit-but-disclose status, pursuant to Section 1.1206(b) of the Commission's Rules. Should you have any questions concerning this submission, kindly contact the undersigned.

Very truly yours,

/s/

Antoinette Cook Bush  
*Counsel to Viacom Inc.*

cc: William Lake  
Mary Beth Murphy  
Holly Saurer  
Jessica Almond