



Comcast Corporation
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Washington, DC 20001

November 29, 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 Licensees*, MB Docket No. 10-56

Dear Ms. Dortch:

On November 26, 2010, the undersigned of Comcast Corporation met with John Flynn, Senior Counsel to the Chairman for Transactions, to discuss various transaction-related issues.

Regarding program access issues, to the extent the Commission considers a program access arbitration remedy for MVPDs, I emphasized that the weight of the economic and factual evidence in the record compels the exclusion of national cable networks from any such condition, and that inclusion of such networks would be contrary to well-established precedent. We discussed how recent arbitration-related actions, including disputes between Fox Sports Net Ohio and Massillon Cable, and Dish Network and Comcast SportsNet California, demonstrate the difficulties inherent in substituting an arbitration process for a traditional complaint proceeding before the agency.

To the extent the Commission considers a program access remedy for online video, I emphasized that any such remedy would be very complicated. I also stressed that the post-transaction company should not be precluded from entering into online programming deals that are standard throughout the industry. We further discussed the exclusivity provisions of the program access rules and Applicants' commitment to making programming available on nbc.com and Hulu.

We also discussed Comcast's current practice of offering standalone High-Speed Internet and its plans to continue to offer such standalone services post-transaction. With respect to set-top boxes, we discussed the possibility that future generation set-top boxes may contain Internet access capability, and I emphasized that any remedies to address post-transaction concerns with respect to such set-top boxes should be narrowly tailored.

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Finally, we discussed the duration of any conditions that might be adopted in this transaction. In particular, I noted the need for a short duration, consistent with the Commission's recognition in many past transactions that conditions of shortened duration are appropriate when the marketplace is highly dynamic and evolving rapidly, as is the case in this transaction.

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

Respectfully submitted,

/s/ Kathy Zachem
Kathy Zachem
Vice President
Regulatory and State Legislative Affairs

cc: John Flynn