

Before the
Federal Communications Commission
Washington, D.C. 20554

In the Matter of
Applications of
Comcast Corp. and
Time Warner Cable Inc.
For Consent To Assign or Transfer Control of
Licenses and Authorizations
MB Docket 14-57
(Terminated)

ORDER

Adopted: April 29, 2015

Released: April 29, 2015

By the Chief, International Bureau; Chief, Media Bureau; Chief Wireline Competition Bureau; and Chief, Wireless Telecommunications Bureau:

1. On April 24, 2015, Comcast Corporation, Time Warner Cable Inc., Charter Communications, Inc., and Midwest Cable, Inc. ("SpinCo") (collectively, the "Applicants"), filed a letter seeking to withdraw the applications listed in the Public Notice in this proceeding and requested that the proceeding be terminated. The Applicants stated that they have terminated the planned transactions set forth in their applications.

2. We hereby grant the request to withdraw the applications and terminate the above-captioned proceeding.

3. We remind all participants of their obligations under paragraph 22 of the protective orders, including their obligations to destroy or return to the Submitting Party all Stamped Confidential Documents and Stamped Highly Confidential Documents within two weeks of the date of this Order and

1 Letter from Francis M. Buono, Willkie Farr & Gallagher LLC, Counsel for Comcast Corp. and Midwest Cable, Inc.; Matthew A. Brill, Latham & Watkins LLP, Counsel for Time Warner Cable Inc.; and John L. Flynn, Jenner & Block LLP, Counsel for Charter Communications, Inc., to Marlene H. Dortch, Secretary, Federal Communications Commission; Applications of Comcast Corp., Time Warner Cable Inc., Charter Communications, Inc., and SpinCo for Consent to Assign or Transfer Control of Licenses and Authorizations, MB Docket No. 14-57 (April 24, 2015). (Withdrawal Letter).

2 Commission Seeks Comment on Applications of Comcast Corporation, Time Warner Cable Inc., Charter Communications, Inc., and SpinCo To Assign and Transfer Control of FCC Licenses and Other Authorizations, Public Notice, 29 FCC Rcd. 8272, Attachment (2014).

3 See 47 C.F.R. §§ 1.934(a) (private wireless licenses), 78.21(a) (CARS licenses), 1.748(a) (international and domestic Section 214 authorizations), 25.152(a) (satellite earth station licenses).

4 Withdrawal letter, citing Press Release, Comcast Corp., Comcast/Time Warner Cable/Charter Transactions Terminated (Apr. 24, 2015), available at http://corporate.comcast.com/news-information/news-feed/comcast-twc-charter-transactionsterminated.

5 See Applications of Comcast Corp. and Time Warner Cable Inc. for Consent to Assign or Transfer Control of Licenses and Authorizations, Second Amended Modified Joint Protective Order, MB Docket No. 14-57, 29 FCC Rcd 13799, 13806-07 (Media Bur., 2014)

to certify compliance not more than three weeks after the date of this Order.

4. ACCORDINGLY, pursuant to the authority contained in Sections 4(i), (j), 214 and 309 of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 154(j), 214 and 309, and sections 1.748(a), 1.934(a), 25.152(a), 78.21(a), 47 C.F.R. §§1.748(a), 1.934(a), 25.152(a), 78.21(a), IT IS ORDERED THAT the applications set forth in the attachment are hereby dismissed; and

5. IT IS FURTHER ORDERED THAT, pursuant to the authority contained in Sections 4(i), (j), 214 and 309 of the Communications Act of 1934, as amended, 47 U.S.C. §§ 154(i), 154(j), 214 and 309, that MB Docket No. 14-57 is TERMINATED.

6. These actions are taken under authority delegated under sections 0.261, 0.283, 0.291 and 0.331 of the Commission's rules, 47 C.F.R. §§ 0.261, 0.283, 0.291, 0.331.

FEDERAL COMMUNICATIONS COMMISSION

Mindel De La Torre  
Chief, International Bureau

William T. Lake  
Chief, Media Bureau

Julie A. Veach  
Chief, Wireline Competition Bureau

Roger C. Sherman  
Chief, Wireless Telecommunications Bureau

## ATTACHMENT

## Part 78 – Cable Television Relay Service (CARS)

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
CAR-20140422AC-09	Oceanic Time Warner Cable LLC	WAE-470
CAR-20140422AD-09	Oceanic Time Warner Cable LLC	WAE-478
CAR-20140422AE-09	Oceanic Time Warner Cable LLC	WAX-743
CAR-20140422AF-09	Oceanic Time Warner Cable LLC	WBM-742
CAR-20140422AG-09	Oceanic Time Warner Cable LLC	WBM-744
CAR-20140422AH-09	Oceanic Time Warner Cable LLC	WLY-376
CAR-20140422AI-09	Oceanic Time Warner Cable LLC	WLY-402
CAR-20140422AJ-09	Oceanic Time Warner Cable LLC	WLY-415
CAR-20140422AK-09	Oceanic Time Warner Cable LLC	WLY-713
CAR-20140422AR-09	Time Warner Cable Pacific West LLC	KB-60101
CAR-20140422AS-09	Time Warner Cable Pacific West LLC	KD-55007
CAR-20140422AT-09	Time Warner Cable Pacific West LLC	WAE-606
CAR-20140422AU-09	Time Warner Cable Pacific West LLC	WHZ-293
CAR-20140422AV-09	Time Warner Cable Pacific West LLC	WHZ-301
CAR-20140422AW-09	Time Warner Cable Pacific West LLC	WLY-269
CAR-20140422AX-09	Time Warner Cable Pacific West LLC	WLY-662
CAR-20140422AY-09	Time Warner Cable Pacific West LLC	WLY-893
CAR-20140422AZ-09	Time Warner Cable Pacific West LLC	WSJ-903
CAR-20140422AB-09	Time Warner Cable Midwest LLC	KD-55034
CAR-20140422BD-09	Time Warner Cable Texas LLC	KA-80623
CAR-20140422AL-09	Time Warner Cable Northeast LLC	KB-60127
CAR-20140422AM-09	Time Warner Cable Northeast LLC	KD-55003
CAR-20140422AN-09	Time Warner Cable Northeast LLC	KD-55027
CAR-20140422AO-09	Time Warner Cable Northeast LLC	KD-55031
CAR-20140422AP-09	Time Warner Cable Northeast LLC	WLY-609
CAR-20140422AQ-09	Time Warner Cable Northeast LLC	WLY-852
CAR-20140422AA-09	Time Warner Cable New York City LLC	KD-55028
CAR-20140422BA-09	Time Warner Cable Southeast LLC	KD-55024
CAR-20140422BB-09	Time Warner Cable Southeast LLC	KD-55026
CAR-20140422BC-09	Time Warner Cable Southeast LLC	WLY-235

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
CAR-20140422BF-09	Bright House Networks, LLC	WHZ-396
CAR-20140422BG-09	Bright House Networks, LLC	KA-80616
CAR-20140422BH-09	Bright House Networks, LLC	KD-55009
CAR-20140422BI-09	Bright House Networks, LLC	WHZ-652
CAR-20140422BJ-09	Bright House Networks, LLC	KD-55011

## Part 25 – Satellite Communications Licenses and Registrations

Transmit/Receive Earth Station Licenses – Temporary-Fixed

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
SES-T/C-20140408-00254	Time Warner Cable Midwest LLC	E020130 E040257
SES-T/C-20140408-00257	Oceanic Time Warner Cable LLC	E080200

SES-T/C-20140408-00259	Time Warner Cable Northeast LLC	E020046 E020162 E030142 E040258 E040450 E050253
SES-T/C-20140408-00261	Time Warner Cable New York City LLC	E010308
SES-T/C-20140408-00264	Time Warner Cable Southeast LLC	E020012 E020045 E070058 E070059 E070060
SES-T/C-20140408-00267	Time Warner Cable Texas LLC	E120088

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
SES-T/C-20140421-00306	Bright House Networks, LLC	E060061 E060137 E060138 E070009 E980521 E990035

**Receive-Only Earth Station Registrations**

<u>File No.</u>	<u>Registration Holder</u>	<u>Call Sign</u>
SES-T/C-20140408-00249	Insight Communications Midwest, LLC	E5828 E5921 E990037 WV66
SES-T/C-20140408-00250	Time Warner Cable Southeast LLC	E080034 E2084 E2362 E2442 E5204 E5489 E6407 E860365 E890880 E890887 E890889 E890947 E900387 E900388 E920351 WB59 WD41

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	WE97	
	WF74	
	WG32	
	WG36	
	WG86	
	WG89	
	WH21	
	WH89	
	WN63	
	WN78	
	WR95	
	WS37	
SES-T/C-20140408-00251	Insight Kentucky Partners II, L.P.	E2091
		E3703
		E5074
		E6334
SES-T/C-20140408-00253	Time Warner Cable Enterprises LLC	E860675
SES-T/C-20140408-00255	Time Warner Cable Pacific West LLC	E050104
		E080189
		E2187
		E2321
		E2480
		E2983
		E3015
		E3075
		E3118
		E3198
		E3199
		E3201
		E3238
		E3293
		E4930
		E5019
		E5048
		E5057
		E5404
		E5961
		E6438
		E6474
		E6756
		E860336
		E860337
		E874223
		E880022
		E880393
		E880841
		E880852
		E881085
		E890025

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	E890603
	E950223
	E960066
	E960176
	E960320
	KB62
	KB97
	KK46
	KK81
	KM99
	KP64
	KP72
	KW80
SES-T/C-20140408-00256 Time Warner Cable Midwest LLC	E040017
	E2018
	E2425
	E2426
	E2427
	E2679
	E2685
	E2985
	E3145
	E3436
	E3458
	E3505
	E3506
	E3550
	E3551
	E3952
	E4172
	E4198
	E4338
	E4341
	E4478
	E5020
	E5437
	E5498
	E6449
	E7300
	E860321
	E865184
	E870893
	E872136
	E873416
	E873418
	E873420
	E873614
	E880468
	E880888
	E890798
	E890832

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	E900073
	E900577
	E9046
	E910224
	E9194
	E920186
	E920188
	E930031
	E930144
	E930196
	E940078
	E9472
	E950468
	E960299
	E980458
	KF37
	KY95
	KZ28
	WB50
	WD20
	WE47
	WF88
	WG76
	WK50
	WN46
	WN89
	WP20
	WQ55
	WR73
	WS44
	WT29
	WV36
SES-T/C-20140408-00258 Oceanic Time Warner Cable LLC	E6736
SES-T/C-20140408-00260 Time Warner Cable Texas LLC	E2889
	E890831
	E950214
	E950394
	E9530
	KP85
	KT59
	KU69
	KU72
	KY61
SES-T/C-20140408-00262 Time Warner Cable Northeast LLC	E000249
	E2075
	E2573
	E2632
	E3283
	E3533

E3542  
E3560  
E3571  
E3824  
E4158  
E4217  
E4261  
E4384  
E4385  
E4474  
E5897  
E5905  
E6333  
E6338  
E8309  
E860969  
E870043  
E870127  
E870272  
E873722  
E8796  
E8842  
E8856  
E890026  
E890152  
E900146  
E900679  
E940490  
E950014  
E950081  
E950084  
E950097  
E960052  
E960055  
E970250  
WG21  
WG77  
WH47  
WL33  
WN29  
WQ80  
WR92  
WT85  
WT93  
WV84  
WY82  
WZ42

SES-T/C-20140408-00265 Time Warner Cable New York City LLC

E860649  
E865064  
E874282  
E881207



		E881208
		E900314
		E930246
SES-T/C-20140408-00266	Time Warner Entertainment–Advance/Newhouse Partnership	E100101 E4381 E920572 KJ59 WQ21

### Section 214 Authorizations

#### Part 63 – Domestic Section 214 Authority

*Applications of Comcast Corp. and Time Warner Cable Inc. for Consent Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Transfer Control of Subsidiaries of Time Warner Cable Inc., MB Docket No. 14-57, Joint Application (filed Apr. 8, 2014). This encompasses all domestic section 214 applications associated with the Comcast-Time Warner Cable transaction filed in MB Docket No. 14-57.*

#### Part 63 – International Section 214 Authorizations

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-T/C-20140408-00116	TWCIS HoldCo LLC	ITC-214-20030117-00043
ITC-T/C-20140408-00117	Insight Midwest Holdings, LLC	ITC-214-20040723-00514

#### Parts 87, 90 and 101 – Private Wireless Licenses

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0006184861	Time Warner Cable Enterprises LLC	WQJU341
0006184863	Oceanic Time Warner Cable LLC	WQQS791
0006184865	Time Warner Cable Pacific West LLC	KBL655
0006184868	Time Warner Cable Midwest LLC	KSP492
0006184872	Time Warner Cable Texas LLC	WPPN885
0006184876	Time Warner Cable Northeast LLC	KP3939
0006184882	Time Warner Cable New York City LLC	WPOB447
0006184885	Time Warner Cable Southeast LLC	KTK417

<u>File No.</u>	<u>Licensee</u>	<u>Lead Call Sign</u>
0006210354	Bright House Networks, LLC	KBR969

### COMCAST/CHARTER/SPINCO DIVESTITURE TRANSACTIONS

#### Part 78 – Cable Television Relay Service (CARS)

Listed below are Charter licenses to be transferred to Comcast:

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
CAR-20140613AN-09	CCO SoCal I, LLC	WAM-603
CAR-20140613AO-09	CCO SoCal I, LLC	WAM-609

CAR-20140613AP-09	CCO SoCal I, LLC	WHZ-899
CAR-20140613AQ-09	CCO SoCal I, LLC	WSA-52
CAR-20140613AR-09	CCO SoCal I, LLC	WSJ-78
CAR-20140613AS-09	CCO SoCal I, LLC	WGV-505
CAR-20140613AT-09	CCO SoCal I, LLC	WHZ-511
CAR-20140613AU-09	CCO SoCal I, LLC	WHZ-662
CAR-20140613AV-09	CCO SoCal I, LLC	WHZ-764
CAR-20140613AW-09	CCO SoCal I, LLC	WBW-21
CAR-20140613BF-09	Falcon Cable Systems Co. II, LP	WHZ-856
CAR-20140613BG-09	Falcon Cable Systems Co. II, LP	WLY-695
CAR-20140613BD-09	Falcon Telecable, a California Limited Partnership	WHZ-632
CAR-20140613BE-09	Falcon Telecable, a California Limited Partnership	WHZ-645
CAR-20140613AX-09	Falcon Community Ventures I, LP	WAY-753
CAR-20140613AY-09	Falcon Community Ventures I, LP	WHZ-908
CAR-20140613AZ-09	Falcon Community Ventures I, LP	WLY-441
CAR-20140613BA-09	Falcon Community Ventures I, LP	WLY-446
CAR-20140613BB-09	Falcon Video Communications, L.P.	WGJ-868
CAR-20140613BC-09	Rifkin Acquisition Partners, LLC	WGZ-305

Listed below are Comcast licenses to be assigned to SpinCo:

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
CAR-20140612AB-08	Comcast of Alabama, Inc.	WBG-892
CAR-20140612AA-08	Comcast of Kentucky/Tennessee/Virginia, LLC	WLY-894

Listed below are Charter licenses subject to applications for *pro forma* restructuring:

<u>File No.</u>	<u>Licensee</u>	<u>Call Sign</u>
CAR-20140613AB-08	Falcon Telecable, a California Limited Partnership	WGV-576
CAR-20140612AC-09	CC VIII Operating, LLC	WLY-689
CAR-20140613AA-09	CC VIII Operating, LLC	KQQ-26
CAR-20140612AD-09	CC VIII Operating, LLC	WLY-669
CAR-20140613AC-09	Charter Cable Partners, LLC	WGJ-444
CAR-20140613AD-09	Charter Cable Partners, LLC	WLY-637
CAR-20140613AE-09	Bresnan Communications, LLC	WBH-637
CAR-20140613AF-09	Bresnan Communications, LLC	WHZ-634
CAR-20140613AG-09	Bresnan Communications, LLC	WHZ-748
CAR-20140613AH-09	Bresnan Communications, LLC	WLY-332
CAR-20140613AI-09	Bresnan Communications, LLC	WLY-563
CAR-20140613AJ-09	Bresnan Communications, LLC	WLY-838
CAR-20140613AK-09	Bresnan Communications, LLC	WLY-839
CAR-20140613AL-09	Bresnan Communications, LLC	WLY-861
CAR-20140613AM-09	Bresnan Communications, LLC	WLY-914

## Part 25 – Satellite Communications Registrations

### Receive-Only Earth Station Registrations

Listed below are Charter registrations subject to applications for assignment or transfer of control to Comcast:

<u>File No.</u>	<u>Registration Holder</u>	<u>Call Sign</u>
SES-ASG-20140604-00428	Renaissance Media LLC	E7061

SES-ASG-20140604-00473 Charter Communications VI, LLC	E5824 E7475 E7992 E880118 E880175 KQ32 WG59
SES-ASG-20140604-00478 Robin Media Group, Inc.	E2380 E8172 E870847 E890917 WF25 WK73
SES-ASG-20140604-00479 Charter Communications, LLC	E010328 E050294 E070116 E110071 E110074 E110076 E110077 E7233 E7385 E940159 WE80 WR42 WS56
SES-ASG-20140604-00480 Charter Communications Entertainment I, LLC	E4255 E6392 E980448 E990507 E990508 E990509 E990511
SES-ASG-20140604-00481 Charter Communications, LLC	E3518
SES-ASG-20140604-00483 HPI Acquisitions Co., LLC	WH33
SES-ASG-20140604-00491 Plattsburgh Cablevision Inc.	E6784
SES-ASG-20140604-00492 Tennessee, LLC	E050329
SES-T/C-20140604-00397 The Helicon Group, L.P.	E040177 WZ93
SES-T/C-20140604-00398 Marcus Cable Associates, L.L.C.	E000185 E000199 E4191

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	E872103
	E940402
	E940404
	E940407
	KQ79
	WR33
SES-T/C-20140604-00402 Falcon Cable Media, a California Limited Partnership	WU58
SES-T/C-20140604-00413 Falcon Video Communications, L.P.	E090183
	E110006
	E5158
	E880890
	E920551
	E920553
	E940432
	KT50
SES-T/C-20140604-00414 Falcon Telecable, a California Limited Partnership	E3573
SES-T/C-20140604-00415 Falcon Community Cable, LP	E2578
	KM70
SES-T/C-20140604-00416 Falcon Cable Systems Co. II, LP	E030157
	E910119
	E910243
	E910245
	E930082
	KJ20
SES-T/C-20140604-00417 CCO SoCal I, LLC	E020286
	E030011
	E030069
	E2182
	E2183
	E2186
	E2675
	E5916
	E7431
	E8495
	E860375
	E881108
	E890360
	E891006
	E920601
	E960504
	E980463
	KF76
	KG33
	KR30
	KV61
	KZ51

SES-T/C-20140604-00418	Falcon Community Ventures I, LP	KP47
SES-T/C-20140604-00419	Cable Equities of Colorado, LLC	E050001 WU60

Listed below are Comcast/TWC registrations subject to applications for assignment or transfer of control to Charter:

<u>File No.</u>	<u>Registration Holder</u>	<u>Call Sign</u>
SES-ASG-20140604-00470	Time Warner Cable Midwest LLC	E2685 E2985 E3458 E4198 E5437 E872136 E880468 E9046 E930196 E940078 E9472 E950468 E980458 KF37 WF88 WN46 WQ55
SES-ASG-20140604-00471	Time Warner Cable Midwest LLC	E2425 E2426 E2427 E3436 E3505 E3506 E3550 E3551 E3952 E4172 E4338 E4341 E4478 E5020 E5498 E6449 E7300 E865184 E870893 E873416 E873418 E873420 E873614 E880888

	E890798
	E890832
	E900073
	E900577
	E910224
	E9194
	E920186
	E920188
	E930031
	E930144
	E960299
	WB50
	WD20
	WE47
	WG76
	WK50
	WN89
	WP20
	WR73
	WS44
	WT29
	WV36
SES-ASG-20140604-00472 Time Warner Entertainment–Advance/Newhouse Partnership	E4381
SES-ASG-20140604-00482 Time Warner Cable Midwest LLC	E3145
SES-ASG-20140604-00495 Time Warner Cable Midwest LLC	E2018
SES-T/C-20140604-00395 Insight Kentucky Partners II, L.P.	E2091
	E3703
	E5074
	E6334
SES-T/C-20140605-00412 Insight Communications Midwest, LLC	E5828
	E5921
	E990037
	WV66

Listed below are Comcast registrations subject to applications for assignment or transfer of control to SpinCo:

<u>File No.</u>	<u>Registration Holder</u>	<u>Call Sign</u>
SES-ASG-20140604-00430	Comcast of Minnesota, Inc.	E8076
		E860401
		E860402
		E860403
		E860457
		E860458
		E860459
		E990063

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SES-ASG-20140604-00431 Comcast of Arkansas/Florida/Louisiana/ Minnesota/Mississippi/Tennessee, Inc.	E3387
SES-ASG-20140604-00442 Comcast of California/Connecticut/Michigan	E2010 E6448 E860753 WE61 WG48 WZ62
SES-ASG-20140604-00443 Comcast of Connecticut/Georgia/Massachusetts/ New Hampshire/New York/North Carolina/ Virginia/Vermont, LLC	WP39
SES-ASG-20140604-00446 Comcast of Wisconsin, Inc.	E040405 E7596
SES-ASG-20140604-00447 Comcast of Mt. Clemens	E2353
SES-ASG-20140604-00455 Comcast of Minnesota/Wisconsin, Inc.	E859629 E8818
SES-ASG-20140604-00457 Comcast of California/Massachusetts/ Michigan/Utah, Inc.	E960287 WK40
SES-ASG-20140604-00458 Comcast of Alabama, Inc.	E100049 E5497 WB48 WB49 WB52 WB63 WE41 WS94 WY90 WY91
SES-ASG-20140604-00459 Comcast of Colorado/Florida/Michigan/ New Mexico/Pennsylvania/Washington, LLC	E2172 E2613 E3204 E6740
SES-ASG-20140604-00460 Comcast of the South	E980265 E980267 E980268
SES-ASG-20140604-00461 Comcast of Illinois/Indiana/Ohio, LLC	E000266
SES-ASG-20140604-00462 Comcast of Indiana/Kentucky/Utah	WH40
SES-ASG-20140604-00463 Comcast of Shelby, Inc.	E3926
SES-ASG-20140604-00464 Comcast of Sterling Heights, Inc.	E5457

SES-ASG-20140604-00465 Comcast of Clinton	E3925
SES-ASG-20140604-00466 Comcast of Warren	E3928
SES-ASG-20140604-00468 Comcast of Georgia/Michigan, LP	E5265
SES-ASG-20140604-00474 Comcast of Indiana/Kentucky/Utah	E5525 E6291 E940406
SES-ASG-20140604-00477 Comcast of Illinois/Indiana/Ohio, LLC	E2020 E3236 E3950 E4173 E4720 E5417 E6738 E870436 WL32 WU52 WX23 WX28
SES-ASG-20140604-00484 Comcast of Flint Inc.	E880402
SES-ASG-20140604-00485 Comcast of Colorado/Florida/Michigan/ New Mexico/Pennsylvania/Washington, LLC	WK65
SES-ASG-20140604-00487 Comcast Cable Investors, LP	WJ72
SES-ASG-20140604-00490 Comcast of Florida/Washington, LLC	E010103
SES-ASG-20140604-00493 Comcast of Paducah Inc.	WE64
SES-ASG-20140604-00494 Comcast of Quincy Inc.	E020124
SES-ASG-20140604-00496 Comcast of Indiana/Kentucky/Utah	E920423
SES-ASG-20140619-00534 Comcast of Michigan III, Inc.	WE77
SES-ASG-20140630-00549 Comcast of Michigan I, Inc.	E6003
SES-T/C-20140604-00423 Comcast of Michigan, LLC	WH97 WT78
SES-T/C-20140604-00424 Comcast of Fort Wayne Limited Partnership	E4367 E4437 WM32
SES-T/C-20140604-00426 Comcast of Indianapolis, L.P.	E3025 E3026



E3027

Listed below are Comcast registrations subject to applications for *pro forma* restructuring:

<u>File No.</u>	<u>Registration Holder</u>	<u>Call Sign</u>
SES-ASG-20140604-00429	Comcast of Missouri, Inc.	E970151 E970337 KG58
SES-ASG-20140604-00449	Comcast of Arizona, Inc.	E010330
SES-ASG-20140604-00450	Comcast of Georgia/South Carolina, Inc.	E3565 E3651 E860298 E9427 E950125 E960021 WB89
SES-ASG-20140604-00452	Comcast of California/Massachusetts/ Michigan/Utah, Inc.	E950219
SES-ASG-20140604-00453	Comcast of New Mexico, Inc.	E8529 E8918 E990538 KH33
SES-ASG-20140604-00454	Comcast MO Group, Inc.	E3953
SES-ASG-20140604-00456	Comcast of Georgia/Virginia, Inc.	E5908 E870846 E950482 E960093 E980300 WL86 WR87
SES-ASG-20140604-00475	Comcast of California/Colorado/Florida/Oregon, Inc.	E920431 WF81 WT77 WT94 WU38
SES-ASG-20140604-00476	Comcast of Arkansas/Florida/Louisiana/ Minnesota/Mississippi/Tennessee, Inc.	E2481 E3561 E4281 E6144 E920573 E920598 E940517 KD80

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	KR31
	WL84
	WR53
	WZ34
SES-ASG-20140604-00488 Comcast of Miami, Inc.	E5845
SES-ASG-20140604-00489 Comcast of Georgia/Massachusetts, Inc.	WJ82
SES-T/C-20140604-00401 Comcast of New Jersey II, LLC	E860651 E890641
SES-T/C-20140604-00403 Comcast of Connecticut/Georgia/Massachusetts/ New Hampshire/New York/North Carolina/ Virginia/Vermont, LLC	E2364 E3193 E4438 E4439 E4853 E5674 E6301 E6617 E859862 E860184 E9003 E9004 E9005 E9032 E910437 E960172 WF57 WF73 WH56 WJ42 WM93 WR89 WS39 WT81 WU55
SES-T/C-20140604-00404 Comcast of Boston, Inc.	E6510 E8220
SES-T/C-20140604-00405 Comcast of Fresno, Inc.	E060385 E070090
SES-T/C-20140604-00406 Comcast of Brockton, Inc.	E6064
SES-T/C-20140604-00407 Comcast of Maine/New Hampshire, Inc.	E890810
SES-T/C-20140604-00408 Comcast of Massachusetts I, Inc.	E5699 WD52

SES-T/C-20140604-00409	Comcast of Massachusetts/New Hampshire, LLC	E7227
SES-T/C-20140604-00410	Comcast of Massachusetts III, Inc.	E070236 E920565 E920566 E920567 E920568 E920569 E920571
SES-T/C-20140604-00420	Comcast of Sacramento II, LLC	E030056
SES-T/C-20140604-00421	Comcast of Southern New England, Inc.	E7627
SES-T/C-20140604-00422	Comcast of California/Illinois, LP	E4709
SES-T/C-20140604-00425	Comcast of Central NJ II, LLC	E3130 E3712 E3727 E859857 E8685 E890528 E950465

### Section 214 Authorizations

#### Part 63 – Domestic Section 214 Authority

*Application of Charter Communications, Inc., Transferor, and Comcast Corporation, Transferee, for Consent to Transfer Control of Domestic Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, MB Docket No. 14-57 (filed June 5, 2014); Application of Comcast Corporation, Transferor, and Charter Communications, Inc., Transferee, for Consent to Transfer Control of Domestic Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, MB Docket No. 14-57 (filed June 5, 2014); Application of Comcast Corporation, for Itself and Its Subsidiaries, Assignors, and Midwest Cable, Inc. for Itself and Its Subsidiaries, Assignees, for Consent to the Assignment of Certain Customers and Assets of Authorized Domestic Carriers Pursuant to Section 214 of the Communications Act of 1934, as Amended, MB Docket No. 14-57 (filed June 5, 2014).* This encompasses all domestic section 214 applications associated with the Comcast/Charter/SpinCo divestiture transaction filed in MB Docket No. 14-57.

#### Part 63 – International Section 214 Authorizations

Listed below are authorizations requested for SpinCo:

<u>File No.</u>	<u>Authorization Holder</u>	<u>Authorization Number</u>
ITC-214-20140604-00166	Midwest Cable Phone, LLC	(Requesting new Section 214 authorization)

**Parts 90 and 101 – Private Wireless Licenses**

Listed below are Charter licenses to be transferred to Comcast:

<b><u>File No.</u></b>	<b><u>Licensee</u></b>	<b><u>Lead Call Sign</u></b>
0006307076	CCO SoCal I, LLC	WQKG921
0006307974	Charter Communications VI, LLC	WQKG925
0006307978	Charter Communications, LLC	KLP528
0006306926	Charter Communications, LLC	WQSZ994
0006307080	Falcon Cable Systems Co. II, LP	WQKG920
0006309990	Plattsburgh Cablevision, Inc.	KVE945

Listed below are Comcast/TWC licenses subject to applications for assignment to Charter:

<b><u>File No.</u></b>	<b><u>Licensee</u></b>	<b><u>Lead Call Sign</u></b>
0006309092	Time Warner Cable Midwest LLC	WNJQ722
0006309110	Time Warner Cable Midwest LLC	WQGH689

Listed below are Charter licenses subject to applications for *pro forma* restructuring:

<b><u>File No.</u></b>	<b><u>Licensee</u></b>	<b><u>Lead Call Sign</u></b>
0006309479	Charter Communications Operating, LLC	WQRJ762
0006309529	Bresnan Communications, LLC	WNKK403
0006309555	CC Michigan, LLC	WQLA501
0006309577	Charter Communications, LLC	WQLA212
0006309579	CC VIII Operating, LLC	WQMP777

Listed below are Comcast licenses subject to applications for *pro forma* restructuring:

<b><u>File No.</u></b>	<b><u>Licensee</u></b>	<b><u>Lead Call Sign</u></b>
0006313774	Comcast of California/Massachusetts/Michigan/ Utah, Inc.	WQQU401
0006313789	Comcast of Georgia/Virginia, Inc.	WNES554
0006307815	Comcast of Massachusetts I, Inc.	WQPZ810