

ATTACHMENT 1

Notification of a *Pro Forma* Assignment of International Section 214 Authorization from Jones Cable Holdings, Inc. to Jones Cable Holdings, LLC

Answer to Question 10 – Section 63.18(c)-(d):

Information for Assignor, Jones Cable Holdings, Inc.:

Contact Information:

Beth Choroser
Executive Director, Regulatory Affairs – Cable Division
Comcast Cable Communications
One Comcast Center
Philadelphia, PA 19103
(215) 286-7893
Beth_Choroser@comcast.com

Frank La Fontaine
Deputy General Counsel
Comcast Corporation
300 New Jersey Avenue NW, Suite 700
Washington, DC 20001
(202) 379-7131
Frank_LaFontaine@comcast.com

with a copy to:

Mia Guizzetti Hayes
Willkie Farr & Gallagher LLP
1875 K Street, NW
Washington, DC 20006
(202) 303-1197
mhayes@willkie.com

International Section 214 Authorizations:

Jones Cable Holdings, Inc. held international Section 214 authority to provide global or limited global resale telecommunications services pursuant to Section 63.18(e)(2) of the Commission's rules under File No. ITC-214-20001120-00685. This international Section 214 authorization is the subject of this *pro forma* assignment.

Information for Assignee, Jones Cable Holdings, LLC:

Jones Cable Holdings, LLC is a limited liability company organized under the laws of the State of Colorado.

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International Section 214 Authorizations:

Jones Cable Holdings, LLC has no international Section 214 authorizations other than the above-referenced authorization assigned to it from Jones Cable Holdings, Inc.

Answer to Question 11 – Section 63.18(h):

Jones Cable Holdings, LLC is a wholly-owned indirect subsidiary held and controlled by Comcast Corporation (“Comcast”).

Name:	Comcast Corporation
Address:	One Comcast Center Philadelphia, PA 19103
Citizenship:	United States. Comcast Corporation is organized under the laws of the Commonwealth of Pennsylvania.
Principal Business:	Communications
Percent of Equity Owned:	100%

Comcast is a publicly traded corporation with stock that is widely held by members of the public. No individual or entity holds, directly or indirectly, a ten percent or greater equity interest in Comcast. Brian L. Roberts, a United States citizen, is Comcast’s Chairman and Chief Executive Officer. Mr. Roberts has or is attributed with the power to vote stock that represents 33 1/3 percent of the voting power of Comcast’s voting common stock. Mr. Roberts’s voting interest is held primarily through his control of BRCC Holdings LLC, a Delaware limited liability company of which he is the sole Manager. No other individual or entity has or is attributed with, directly or indirectly, a ten percent or greater voting interest in Comcast.

Comcast owns Jones Cable Holdings, LLC, a holding company, through the following ownership chain:

- Comcast holds 100% of the equity of Comcast Holdings Corporation, a Pennsylvania corporation that acts as a holding company;
- Comcast Holdings Corporation is the sole member holding 100% of the equity of Comcast Cable Communications, LLC, a Delaware limited liability company that provides communications as its principal business; and
- Comcast Cable Communications, LLC is the sole member holding 100% of the equity of Jones Cable Holdings, LLC.

The address for Comcast Holdings Corporation and Comcast Cable Communications, LLC is One Comcast Center, Philadelphia, PA 19103. The address of Jones Cable Holdings, LLC is 1201 North Market Street, Suite 1000, Wilmington, DE 19801.

There are no interlocking directorates between Jones Cable Holdings, LLC; Comcast Cable Communications, LLC; Comcast Holdings Corporation; or Comcast and any foreign carrier.

Answer to Question 13 – Narrative Description of *Pro Forma* Assignment:

Jones Cable Holdings, Inc. has been converted from a corporation to a limited liability company under the laws of the State of Colorado. The name of the resulting entity is Jones Cable Holdings, LLC. As noted above, Comcast was and is the ultimate owner and parent entity of Jones Cable Holdings, Inc. before its conversion, and of Jones Cable Holdings, LLC after its conversion. The sole effect of this *pro forma* conversion was that all assets and liabilities of Jones Cable Holdings, Inc. were deemed to be assigned to and vested in Jones Cable Holdings, LLC, effective September 10, 2012.

Comcast, on behalf of its subsidiaries, respectfully requests that the Federal Communications Commission (“Commission”) accept this late-filed notification of the *pro forma* assignment. If appropriate, Comcast also seeks a waiver, pursuant to 47 C.F.R. § 1.3, of 47 C.F.R. § 63.24(f)(2), which requires notice to be filed within thirty days of the completion of a *pro forma* transaction. Section 1.3 of the Commission’s rules provides that any rule may be “waived for good cause shown, in whole or in part, at any time by the Commission.”¹

¹ 47 C.F.R. § 1.3.

Specifically, the Commission may waive its rules where the particular facts would make strict compliance inconsistent with the public interest.²

Comcast submits that, in this instance, strict application of the rule would not be in the public interest. The assignor and the assignee are the same entity for all practical purposes, indistinguishable from the perspective of customers or the public at large. Moreover, Comcast continuously has held ultimate control of this licensee, and the disclosable interest holders in Comcast have not changed. The assignee uses the same Federal Taxpayer ID Number and FCC Registration Number as the assignor. In addition, the assignee has no other FCC licenses or authorizations. Finally, there has been no confusion as to how Comcast or any of its subsidiaries could be contacted by FCC staff or any member of the public.

Accordingly, Comcast respectfully submits that neither the public nor the Commission has been impacted negatively by the failure to file a notification of this *pro forma* assignment. Comcast, therefore, respectfully requests that the Commission accept its late-filed notification of *pro forma* assignment, and reflect that the referenced international section 214 authorization is held by Jones Cable Holdings, LLC.

² *Numbering Resource Optimization; Petition of California Public Utilities Commission for Waiver of the Federal Communications Commission's Contamination Threshold Rule*, Order, 18 FCC Rcd 16860, ¶ 9 (2003) (citing *WAIT Radio v. FCC*, 418 F.2d 1153, 1159 (D.C. Cir. 1969), *cert. denied*, 409 U.S. 1027 (1972); *Northeast Cellular Tel. Co. v. FCC*, 897 F.2d 1164, 1166 (D.C. Cir. 1990)).