



A TimeWarner Company

June 29, 2011

Karl Kensinger,
Associate Division Chief
Jeanette D. Spriggs
Satellite Division
International Bureau
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

**Re: SUPPLEMENT TO DESCRIPTION OF TRANSACTION AND WAIVER
REQUEST
IBFS File Nos. SES-ASG-20090911-01155, SES-ASG-20090911-01162, and
SES-ASG-20090911-01163**

Dear Mr. Kensinger and Ms. Spriggs:

The following information is submitted to clarify the description of the transaction submitted as part of this application, and to request waiver of Section 25.119(f) of the Commission's rules.

Cable News Network, LP, LLLP (the "Assignor") was a wholly-owned, direct subsidiary of Turner Broadcasting System, Inc. ("Turner") and the original licensee of the licenses involved in the above-referenced applications. On December 31, 2006, Turner's controlling 10 percent general partnership interest in the Assignor was contributed to Turner's wholly owned subsidiary, CNN Investment Company, Inc. ("Investment Co."), which at that time held the remaining 90 percent limited partnership interest. Immediately thereafter, the Assignor was merged into Investment Co., the latter of which was the surviving entity. Investment Co. simultaneously changed its name to Cable News Network, Inc. All of these events occurred on the same day, and resulted in a *pro forma* transfer of control of the Assignor, immediately followed by a *pro forma* assignment of the licenses to Cable News Network Inc. The above-referenced applications also sought approval for the additional *pro forma* assignment of the licenses from Cable News Network, Inc. to the assignee identified in the above-referenced applications.

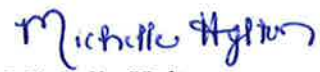
The applicants hereby request waiver of Section 25.119(f) for submission of a notice of consummation more than 60 days after the grant of the application. A notice of consummation was originally submitted on February 16, 2010 for this application, reporting a consummation date of December 31, 2006. That notice of consummation erroneously did not distinguish between a prior *pro forma* reorganization that was consummated on December 31, 2006, and the consummation of the *pro forma* assignment to the assignee. The consummation of the *pro forma* assignment to the assignee occurred on June 28, 2011.

Please direct any questions you have on this matter to Michael G. Jones at 202-303-1141, mjones@willkie.com, Willkie Farr & Gallagher LLP, 1875 K Street, N.W., Washington, D.C. 20006.



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Very truly yours,

A handwritten signature in blue ink that reads "Michelle Hylton". The signature is written in a cursive style with a large initial "M" and a decorative flourish at the end.

Michelle Hylton
Senior Counsel