



**THIRTEENTH AMENDED APPLICATION OF
COMCAST CABLE COMMUNICATIONS MANAGEMENT, LLC
FOR AN AMENDED CALIFORNIA STATE VIDEO FRANCHISE
CALIFORNIA PUBLIC UTILITIES COMMISSION**

Definitions for the purposes of this Application:

- A. "Access" means that the holder is capable of providing video service at the household address using any technology, other than direct-to-home satellite service, providing two-way broadband Internet capability and video programming, content, and functionality, regardless of whether any customer has ordered service or whether the owner or landlord or other responsible person has granted access to the household. If more than one technology is utilized, the technologies shall provide similar two-way broad band Internet accessibility and similar video programming.
- B. "Affiliate" means any company 5 per cent or more of whose outstanding securities are owned, controlled, or held with power to vote, directly or indirectly either by a state video franchise holder or any of its subsidiaries, or by that state video franchise holder's controlling corporation and/or any of its subsidiaries as well as any company in which the state video franchise holder, its controlling corporation, or any of the state video franchise holder's affiliates exert substantial control over the operation of the company and/or indirectly have substantial financial interests in the company exercised through means other than ownership.
- C. "Applicant" means any person or entity that files an application seeking to provide Video Service in the state pursuant to a State Video Franchise.
- D. "Application" means the form prescribed by the Commission through which an Applicant may apply for a State Video Franchise or amend its Video Service Area.
- E. "Application Fee" means any fee that the Commission imposes to recover its actual and reasonable costs of processing an Application.¹
- F. "Area" means a set of contiguous (i) collections of census block groups or (ii) regions that are mapped using geographic information system technology.
- G. "Broadband" or "Broadband Service" means any service defined as Broadband, or having advanced telecommunications capability, in the most recent Federal Communications Commission inquiry pursuant to Section 706 of the Telecommunications Act of 1996 (P.L. 104-104).²

¹ CAL. PUB. UTIL. CODE § 5840(c). This fee is not levied for general revenue purposes, consistent with Public Utilities Code § 5840(c).

² *Id.* at § 5830(a). The Federal Communications Commission currently uses the term "broadband" and "advanced telecommunications capability" to describe services and facilities with an upstream (customer-to-provider) and downstream (provider-to-customer) transmission speed of more than 200 kilobits per second. FEDERAL COMMUNICATIONS COMMISSION,

- H. "Census Block Group" has the same meaning as used by the U.S. Census Bureau.
- I. "Census Tract" has the same meaning as used by the U.S. Census Bureau.³
- J. "Census Tract Basis" means pursuant to the reporting standards articulated in Appendix D and Appendix E, Section II of D.07-03-014.
- K. "Commission" means the Public Utilities Commission.
- L. "Company" means the Applicant and its Affiliates.
- M. "Consultant" means the third party source of census household projections including low income household projections.
- N. "DIVCA" means Assembly Bill 2987, the Digital Infrastructure and Video Competition Act of 2006 (Ch. 700, Stats. 2006).
- O. "Household" means, consistent with the U.S. Census Bureau, a house, apartment, a mobile home, a group of rooms, or a single room that is intended for occupancy as separate living quarters.⁴ Separate living quarters are those in which the occupants live and eat separately from any other persons in building and which have direct access from the outside of the building or through a common hall.⁵
- P. "Local Entity" means any city, county, city and county, or joint powers authority within the state within whose jurisdiction a State Video Franchise Holder may provide Video Service.⁶
- Q. "Low-Income Household" means a residential Household where the average annual Household income is less than \$35,000, as based on U.S. Census Bureau estimates adjusted annually to reflect rates of change and distribution through January 1, 2007.⁷
- R. "State Video Franchise" means a franchise issued by the Commission pursuant to DIVCA.⁸
- S. "State Video Franchise Holder" means a person or group of persons that has been issued a State Video Franchise from the Commission pursuant to Division 2.5 of DIVCA.⁹

AVAILABILITY OF ADVANCED TELECOMMUNICATIONS CAPABILITY IN THE UNITED STATES, FOURTH REPORT TO CONGRESS, FCC 04-208, 10 (Sept. 9, 2004). This definition, however, is under review by the Commission, and it may evolve in response to rapid technological changes in the marketplace. Id.

³ CAL. PUB. UTIL. CODE at § 5960(a).

⁴ Id. at § 5890(j)(1).

⁵ Id.

⁶ Id. at § 5830(k).

⁷ Id. at § 5890(j)(2) (defining "low-income households" for the purposes of imposing build-out requirements).

⁸ Id. at § 5830(p).

- T. "Telephone Service Area" means the area where the Commission has granted an entity a Certificate of Public Convenience and Necessity to provide telephone service.
- U. "Telephone Corporation" means a telephone corporation as defined in Public Utilities Code § 234.
- V. "Video Service" means video programming services, cable service, or open-video system service provided through facilities located at least in part in public rights-of-way without regard to delivery technology, including Internet protocol or other technology. This definition does not include (1) any video programming provided by a commercial mobile service provider defined in Section 322(d) of Title 47 of the United States Code, or (2) video programming provided as part of, and via, a service that enables users to access content, information, electronic mail, or other services offered over the public Internet.¹⁰
- W. "Video Service Area" means the area proposed to be served under a State Video Franchise.
- X. "Video Service Provider" means any entity providing Video Service.¹¹

⁹ Id. at § 5830(i).

¹⁰ Id. at § 5830(s).

¹¹ Id. at § 5830(t).

PLEASE TYPE ALL INFORMATION UNLESS INSTRUCTED OTHERWISE.

Type of Application

1. Check as appropriate:

New Franchise Amended Franchise (Please indicate type of amendment below)

Increasing Video Service Area
 Decreasing Video Service Area

Applicant Information

2. Applicant's State Video Franchise number (if seeking an amended Franchise):

#021

3. Applicant's full legal name:

Applicant is Comcast Cable Communications Management, LLC, a Delaware limited liability company, on behalf of the Video Service Providers ("VSPs") identified in Schedule 1M ("Applicant"), for their respective Video Service Areas, as also reflected in Schedule 1M. By this Thirteenth Amended Application, Comcast Cable Communications Management, LLC seeks to expand the list of VSPs identified in Schedule 1 to its Original Application by adding the areas identified in Schedule 1M, below.

Schedule 1L

| Legal Entity | Video Service Area/Local Authority | FCC-CA Franchise No. |
|---|------------------------------------|----------------------|
| Comcast of California/Colorado/Washington, LP | Half Moon Bay | 0077 |

4. Name under which the Applicant does or will do business in California:

Each of Applicant's VSPs is currently doing business under the name "Comcast."

5. Legal name and contact information of Applicant's parent companies, including the ultimate parent:

Parent's Full Legal Name: **Comcast Cable Communications Holdings, Inc.**
Ultimate Parent: **Comcast Corporation**

Address: **1 Comcast Center
1701 John F. Kennedy Boulevard
Philadelphia, PA 19103**

Phone: **(215) 286-1700**

6. Applicant's principal place of business: **Applicant's and each VSP's principal place of business in California is printed below.**

Address: **3055 Comcast Pl.
Livermore, CA 94551**

Phone: **(925) 424-0100**

7. Contact information for the person responsible for ongoing communication with the Commission about Video Service business:

Name: **John A. Gutierrez**

Title: **Director, Government Affairs
Comcast Cable**

Address: **3055 Comcast Pl.
Livermore, CA 94551**

Phone (Business and mobile if any): **(925) 424-0164 (business)
(925) 336-1946 (mobile)**

Fax: **(925) 424-0426**

Email: **john.gutierrez@cable.comcast.com**

8. Attach as Appendix A the names and titles of the Applicant's principal officers.

The names and titles of each of the Applicant's principal officers are listed in Appendix A.

Build-Out Information

Answer questions 9 through 12 only if the Applicant or one of its Affiliates is a Telephone Corporation. Other Applicants should go to Question 13.

9. Does the Applicant alone or together with its Affiliates have more than 1,000,000 telephone customers in California?

Yes No

10. Does the Video Service Area include areas outside of the Telephone Service Area of the Applicant and its Affiliates?

Yes No

11. Is the Applicant primarily deploying fiber optic facilities to the customer's premise?

Yes No

12. Excluding direct-to-home satellite, is Video Service currently offered by another Video Service Provider in the Video Service Area proposed in this Application?

Yes No

Existing Local Cable or Video Franchise Holder Information

13. Does the Applicant alone or together with its Affiliates currently hold a local franchise, or has the Applicant held a local franchise in the Video Service Area in the last six months?

Yes No

If "Yes," then download and complete the electronic template available at <http://www.cpuc.ca.gov/video/application>.

Video Service Area Information

14. Utilizing the template provided at <http://www.cpuc.ca.gov/video/application> (as applicable), provide a geographic description of the Video Service Area and input the expected date for the deployment of each Area in the Video Service Area. Please select the method by which the geographic description shall be detailed:

A collection of U.S. Census Bureau Census Block Groups, or

If Applicant chooses "a," then download and complete the electronic template available at <http://www.cpuc.ca.gov/video/application>

A geographic information system digital boundary meeting or exceeding national map accuracy standards.

If Applicant chooses "b," then submit the geographic information system digital boundary in digital format electronically to the Commission

The information called for by Question 14 is provided in the .shp files and other documents submitted contemporaneously with this Thirteenth Amended Application.

15. Socioeconomic status information of residents within the Video Service Area.
- *If applicable, the Applicant shall provide this information utilizing the templates available at <http://www.cpuc.ca.gov/video/application>.*
 - a. Provide the following baseline description of residents in the Video Service Area:
 - i. *Number of Households*: The number of Households in each Census Tract included in the Video Service Area. Utilize the most recent U.S. Census projections of households available as of January 1 of the year the Application is submitted to determine the number of Households.
 - ii. *Number of Low-Income Households*: The number of Low-Income Households in each Census Tract included in the Video Service Area. Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households.
 - b. Provide or attest in the attached Affidavit that Applicant shall provide, no later than 90 calendar days after the date of the Commission's issuance of a State Video Franchise to the Applicant, the following description of residents in the Video Service Area on a Census Tract Basis:
 - i. *Wireline Broadband*:
 1. The number of Households in each Census Tract to which the Company makes wireline Broadband available.
 2. The number of Households in each Census Tract that subscribe to wireline Broadband that the Company makes available.
 - ii. *Non-Wireline Broadband*:
 1. If the Company uses non-wireline technology to provide Broadband, specify the type(s) of technology used in each Census Tract.
 2. The number of customers in each Census Tract that subscribe to non-wireline Broadband that the Company makes available.
 3. Using geographic information system digital boundaries that meet or exceed national map accuracy standards, provide maps that delineate (i) Census Tract boundaries and (ii) where the Company typically makes non-wireline Broadband available.
 - iii. *Video service*: The number of Households in each Census Tract that are offered Access by the Company.
 - iv. *Low-Income* (Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households): The number of Low-Income Households that are offered Access by the Company.

The information called for by Question 15 is provided in the Microsoft Excel document submitted contemporaneously with this Thirteenth Amended Application.

16. Socioeconomic status information of residents within the Telephone Service Area.
- *If applicable, the Applicant shall provide this information utilizing the templates available at <http://www.cpuc.ca.gov/video/application>.*
 - a. If the Applicant or any of its Affiliates is a Telephone Corporation, provide the following baseline description of residents in the Telephone Service Area:
 - i. *Number of Households:* The number of Households in each Census Tract included in the Telephone Service Area. Utilize the most recent U.S. Census projections of households available as of January 1 of the year the Application is submitted to determine the number of Households.
 - ii. *Number of Low-Income Households:* The number of Low-Income Households in each Census Tract included in the Telephone Service Area. Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households.
 - b. If the Applicant or any of its Affiliates is a Telephone Corporation, provide or attest in the attached Affidavit that Applicant shall provide, no later than 90 calendar days after the date of the Commission's issuance of a State Video Franchise to the Applicant, the following description of residents in the Telephone Service Area:
 - i. *Wireline Broadband:*
 - 1. The number of Households in each Census Tract to which the Company makes wireline Broadband available.
 - 2. The number of Households in each Census Tract that subscribe to wireline Broadband that the Company makes available.
 - ii. *Non-Wireline Broadband:*
 - 1. If the Company uses non-wireline technology to provide Broadband, specify the type(s) of technology used in each Census Tract.
 - 2. The number of customers in each Census Tract that subscribe to non-wireline Broadband that the Company makes available.
 - 3. Using geographic information system digital boundaries that meet or exceed national map accuracy standards, provide maps that delineate (i) Census Tract boundaries and (ii) where the Company typically makes non-wireline Broadband available.
 - iii. *Video service:* The number of Households in each Census Tract that are offered Access by the Company.

- iv. *Low-Income* (Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households): The number of Low-Income Households that are offered Access by the Company.

The information called for by Question 16 is provided in the Microsoft Excel document submitted contemporaneously with this Thirteenth Amended Application.

- 17. If a consultant was used to compile the geographic description data, please provide the following:

Comcast compiled this data using its own internal resources, so this question is not applicable.

Consultant Company's Full Legal Name:

Address:

Phone:

Financial, Legal, and Technical Qualifications

- 18. Provide or attest in the attached Affidavit that Applicant shall provide a copy of a fully executed bond in the amount of \$100,000 per 20,000 households in the Video Service Area, with a \$100,000 minimum and a \$500,000 maximum per State Video Franchise Holder, to the Executive Director prior to initiating video service and no later than 5 business days after the date of the Commission's issuance of a State Video Franchise to the Applicant. The bond must list the Commission as obligee and be issued by a corporate surety authorized to transact a surety business in California.

In connection with Applicant's Original Application, a bond in the amount of \$500,000 was provided to the Commission. Pursuant to General Order 169, Section IV(A)(1)(a), only one bond per state video franchise holder is required. Applicant's \$500,000 bond remains in force, and that bond will apply to the amended state video franchise territory sought by this Thirteenth Amended Application.

Local Entity Contact Information

19. Utilizing the template provided at <http://www.cpuc.ca.gov/video/application>, the Applicant shall provide the contact name and information for a representative from each Local Entity within the Video Service Area.

The information called for by Question 19 is provided in the Microsoft Excel document submitted contemporaneously with this Thirteenth Amended Application.

Application Fee

20. Attach to this Application a check in the amount of \$2,000 made payable to the "California Public Utilities Commission."

No additional fee is required in connection with this Thirteenth Amended Application, as specified in General Order 169, Section VI(C).

Affidavit

21. Complete and submit the affidavit attached as Appendix B to this Application.

A completed Appendix B is attached hereto.

A COMPLETE APPLICATION MUST INCLUDE:

| | |
|-------------------------------------|---|
| <input checked="" type="checkbox"/> | Completed Application form |
| <input checked="" type="checkbox"/> | CD(s) containing completed templates available on the Commission website |
| <input checked="" type="checkbox"/> | Appendix A: Applicant's Principal Officers |
| <input checked="" type="checkbox"/> | Appendix B: Affidavit |
| <input type="checkbox"/> N/A | Check in the amount of \$2,000 |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| Name | Title |
|-----------------------|---|
| Roberts, Brian L. | Chairman |
| Burke, Stephen B. | President |
| Dusto, Bradley P. | President - West Division |
| Connors, William | President - Midwest Division |
| Ridall, John | President - Southern Division |
| Doyle, Michael A. | President - Eastern Division |
| Casey, Kevin M. | President - North Central Division |
| Thurston, Charles W. | President – Spotlight |
| Stemper, William | President - Comcast Business Services |
| Alchin, John R. | Co-Chief Financial Officer |
| Alchin, John R. | Executive Vice President |
| Alchin, John R. | Treasurer |
| Angelakis, Michael J. | Co-Chief Financial Officer |
| Angelakis, Michael J. | Executive Vice President |
| Baer, Andrew | Chief Information Officer |
| Baer, Andrew | Senior Vice President |
| Lewis, Jr., Gerard J. | Chief Privacy Officer |
| Lewis, Jr., Gerard J. | Vice President - Content, Technology and Information |
| Lewis, Jr., Gerard J. | Deputy General Counsel |
| Werner, Tony G. | Chief Technology Officer |
| Werner, Tony G. | Executive Vice President |
| Cohen, David L. | Executive Vice President |
| Cohen, David L. | Assistant Secretary |
| Bond, Madison E. | Executive Vice President - Content Acquisition |
| Scott, David A. | Executive Vice President - Finance and Administration |
| Juliano, David A. | Executive Vice President - Marketing and Product Development |
| Schanz, John D. | Executive Vice President - National Engineering and Technology Operations |
| Watson, David N. | Executive Vice President – Operations |
| Block, Arthur R. | Senior Vice President |
| Block, Arthur R. | Assistant Treasurer |
| Block, Arthur R. | Secretary |
| Gaston, Douglas | Senior Vice President |
| Gaston, Douglas | General Counsel |
| Gaston, Douglas | Assistant Secretary |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|------------------------|--|
| Kiriacoulacos, Peter | Senior Vice President |
| Kiriacoulacos, Peter | Chief Procurement Officer |
| Pighini, Ernest A. | Senior Vice President |
| Pighini, Ernest A. | Controller |
| Salva, Lawrence J. | Senior Vice President |
| Oster, Henry M. | Senior Vice President - Ad Sales |
| Drain, John J. | Senior Vice President - Ad Sales Finance and Administration |
| Schlichting, Warren W. | Senior Vice President - Ad Sales New Business Development |
| Keenan, Suzanne L. | Senior Vice President - Cable Human Resources and Comcast University |
| Traver, Gary E. | Chief Operating Officer - Comcast Media Center |
| Traver, Gary E. | Senior Vice President - Comcast Media Center |
| Soehren, Martha S. | Senior Vice President - Comcast University |
| Gaiski, Jennifer T. | Senior Vice President - Content Acquisition |
| Singer, Allan R. | Senior Vice President - Content Acquisition |
| Pick, Robert S. | Senior Vice President - Corporate Development |
| Germano, Richard D. | Senior Vice President - Customer Operations |
| Waters, Celestine S. | Senior Vice President - Customer Service Operations |
| Dombroski, Raymond E. | Senior Vice President – Deployment |
| Hess, Mark E. | Senior Vice President - Digital Technology |
| Reynolds, Steven | Senior Vice President – Engineering |
| Hartz, Ronald J. | Senior Vice President – Finance |
| Palmer, Richard N. | Senior Vice President – Finance |
| Graffam, Fred A. | Senior Vice President - Finance and Accounting |
| Avgiris, Catherine | Senior Vice President - Finance and General Manager, Voice Services |
| Willard, Sheila R. | Senior Vice President - Government Affairs |
| Lillie, Charisse R. | Senior Vice President - Human Resources |
| Strahan, William | Senior Vice President - Human Resources Compensation and Benefits |
| Pucci, Gregory V. | Senior Vice President - Information Systems |
| Deacon, John T. | Senior Vice President - Information Technology |
| Nathan, Thomas R. | Senior Vice President - Legal and Regulatory Affairs |
| Nathan, Thomas R. | Deputy General Counsel |
| Nathan, Thomas R. | Assistant Secretary |
| Chiamulera, Paul T. | Senior Vice President – Marketing |
| Yu, Terry T. | Senior Vice President - Marketing and Product Development |
| Davis, Marvin O. | Senior Vice President - Marketing and Sales |
| Murray, Page | Senior Vice President - Marketing Support |
| Olander III, John | Senior Vice President - Network Services and Operations |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|------------------------|---|
| Leddy, John G. | Senior Vice President – Networking |
| Strauss, Matthew E. | Senior Vice President - New Media |
| Craddock, Steven C. | Senior Vice President - New Media Development |
| Bowling, J. Mitchell | Senior Vice President - Operations and General Manager, HSD Services |
| Celona, Raymond E. | Senior Vice President - Planning and Implementation |
| Herrin, Charles D. | Senior Vice President - Product Development and Portal Services |
| Butz, Gregory R. | Senior Vice President - Product Development and Operations Media Services |
| Tobin, James E. | Senior Vice President - Product Development Voice Services |
| Gasloli, Richard C. | Senior Vice President - Product Engineering |
| Muehl, Mark | Senior Vice President - Product Engineering |
| Hall, Dan | Senior Vice President - Product Strategy and Business Development |
| Biddle, Livingston L. | Senior Vice President - Real Estate Investments |
| Bouchard, Steven | Senior Vice President - Sales and Marketing |
| Faught, Robert K. | Senior Vice President - Retail Sales |
| Kilstrom, Catherine A. | Senior Vice President - Shared Services Customer Care |
| Dudkin, Greg | Senior Vice President - Technical Operations and Fulfillment |
| Heller, Neil A. | Senior Vice President - Testing and Quality Assurance |
| Kunkel, Gerard | Senior Vice President - User Interface |
| Nagel, Thomas F. | Senior Vice President - Wireless Services |
| Earnshaw, Brian W. | Vice President |
| Earnshaw, Brian W. | Controller |
| Nester, Timothy T. | Vice President |
| Nester, Timothy T. | Division Controller |
| Shelton, Kenneth | Vice President |
| Shelton, Kenneth | Controller |
| Sirota, Marc S. | Vice President |
| Sirota, Marc S. | Controller |
| Cuddihy, Kevin C. | Vice President - Ad Sales |
| Carroll, Jeffrey C. | Vice President and General Manager - Ad Sales |
| Carter, David C. | Vice President and General Manager - Ad Sales |
| Dickerson, Serena D. | Vice President and General Manager - Ad Sales |
| Flaim, Stephen D. | Vice President and General Manager - Ad Sales |
| Gallagher, James W. | Vice President and General Manager - Ad Sales |
| Heisinger, Peter B. | Vice President and General Manager - Ad Sales |
| Hills, Michael J. | Vice President and General Manager - Ad Sales |
| Kennedy, Kurt R. | Vice President and General Manager - Ad Sales |
| Mazzella, Edward J. | Vice President and General Manager - Ad Sales |
| Miller, Michael I. | Vice President and General Manager - Ad Sales |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|--------------------------|---|
| Paligraf, Philip M. | Vice President and General Manager - Ad Sales |
| Stone, Jeffrey H. | Vice President and General Manager - Ad Sales |
| Petrizzio, Peter A. | Vice President - Ad Sales Engineering Operations |
| Holdsworth, Frederick W. | Vice President - Ad Sales Finance |
| Corcoran, Barry | Vice President - Ad Sales Finance and Accounting |
| Killelea, Grace A. | Vice President - Ad Sales Human Resources |
| Lins, Victoria B. | Vice President - Ad Sales Marketing and Communications |
| Woidke, Paul D. | Vice President - Ad Sales Technology |
| Duran, Tony | Vice President - Alternate Channel Sales |
| Kerekes, Diana Wechsler | Vice President - Broadband Content Acquisition |
| Beatty, Paul D. | Vice President - Business Applications |
| Henderson, Jr., James J. | Vice President - Business Development |
| Capocasale, Nancy | Vice President - Business Operations |
| Connell, Terrence | Vice President - Business Sales and Sales Operations |
| Connelly, Michael | Vice President - Business Strategy and Product Planning |
| Gorchow, Jonathan R. | Vice President - CN8 Original Programming and Creative Services |
| Thorell, Patricia M. | Vice President - Cash Management |
| Woundy, Richard | Vice President - Comcast Fellow |
| Dopp, Charles G. | Vice President - Comcast Newsmakers |
| Flaks, Steven F. | Vice President - Commercial Finance |
| Brown, David | Vice President - Commercial Sales |
| Erickson, James F. | Vice President - Commercial Sales |
| O'Toole, Kevin | Vice President - Commercial Sales |
| Ossentjuk, Karl A. | Vice President - Commercial Sales |
| Andrews, Bill | Vice President - Commercial Services |
| Goodbinder, Todd | Vice President - Commercial Services |
| Bacha, Beth | Vice President – Communications |
| Johnson, Andrew C. | Vice President – Communications |
| Parsons, Cynthia J. | Vice President – Communications |
| Sweeney, Terrence | Vice President - Competitive Services |
| Reynolds, Robert K. | Vice President - Cross Platform Provisioning Services |
| Byrne, William P. | Vice President - Customer Care |
| Gallanger, Cynthia A. | Vice President - Customer Care |
| Hartzell, Karen A. | Vice President - Customer Care |
| Kelly Johns, William | Vice President - Customer Care |
| Wuerdeman, John | Vice President - Customer Care |
| Edwards, Fidel | Vice President - Customer Service |
| Giammona, Loraine M. | Vice President - Customer Service |
| Horan, Robert B. | Vice President - Customer Service Development |
| Kelley, Heidi A. | Vice President - Customer Service Fulfillment |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|-------------------------|--|
| Brasell, John A. | Vice President - Customer Service Learning and Development |
| Mullarkey, Timothy G. | Vice President - Customer Service Technology |
| Hill, Kelli | Vice President - Customer Support |
| Aron, Gary | Vice President - Data Center Management |
| Kennamer, Charlie | Vice President - Digital Engineering |
| Reichert, Jr., Harry J. | Vice President - Digital Television |
| Cook, Russel P. | Vice President - Employee and Labor Relations |
| MacMillan, Marie | Vice President - Employee Relations |
| Adams, Susan P. | Vice President – Engineering |
| Beauchamp, Lawrence C. | Vice President – Engineering |
| Cody, John J. | Vice President – Engineering |
| Falkenstein, Kenneth D. | Vice President – Engineering |
| Hall, Leland Wayne | Vice President – Engineering |
| Patterson, Christopher | Vice President – Engineering |
| Kirk, Dale | Vice President - Engineering and Technical Operations |
| Mason, Mike J. | Vice President - Engineering and Technical Operations |
| O'Hare, Patrick H. | Vice President - Engineering and Technical Operations |
| Taber, Steven C. | Vice President - Engineering and Technical Operations |
| Higgins, David J. | Vice President - Engineering and Transmission |
| Beacht, William | Vice President - Engineering Operations |
| McDonald, Patrick J. | Vice President - Engineering Operations |
| Yackulak, Sean C. | Vice President - Engineering Technology |
| Dordelman, William E. | Vice President – Finance |
| Dordelman, William E. | Assistant Treasurer |
| Mikalauskas, Kenneth | Vice President – Finance |
| Mikalauskas, Kenneth | Assistant Treasurer |
| White, Ashton | Vice President – Finance |
| Bryant, Sarah | Vice President - Finance and Accounting |
| Carney, James D. | Vice President - Finance and Accounting |
| Davis, Bruce A. | Vice President - Finance and Accounting |
| Kaplan, Bradley S. | Vice President - Finance and Accounting |
| Roundtree, Raymon | Vice President - Finance and Accounting |
| Sarason, Margaret W. | Vice President - Finance and Accounting |
| Desmond, Sharon T. | Vice President - Finance and Business Operations |
| Gaiski, Chris | Vice President - Finance and Business Operations |
| Rostick, Gary E. | Vice President - Finance Business Services |
| Borrows, Russ | Vice President - Finance Operations |
| DiTrollo, Joseph F. | Vice President - Financial Operations |
| Gribschaw, Andrew J. | Vice President - Financial Systems |
| Gibson, Paul R. | Vice President and General Manager |
| Guidrey, Robert M. | Vice President and General Manager |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|-------------------------|---|
| Aragon, John | Vice President - Government Affairs |
| Holmes, Steven R. | Vice President - Government Affairs |
| Inouye, Sanford T. | Vice President - Government Affairs |
| Jacobs, Robert S. | Vice President - Government Affairs |
| Jones, Earle F. | Vice President - Government Affairs |
| Martinez, Gilbert | Vice President - Government Affairs |
| Munro, Karen | Vice President - Government Affairs |
| Perkins, Bret | Vice President - Government Affairs |
| Riordan, Lori | Vice President - Government Affairs |
| Smith, Robert F. | Vice President - Government Affairs |
| Sullivan, Kathleen | Vice President - Government Affairs |
| Turpen, Janet L. | Vice President - Government Affairs |
| Kettleison, William | Vice President - Government and Public Relations |
| Reilly, Mark E. | Vice President - Government and Public Relations |
| Breidinger, David R. | Vice President - Government and Regulatory Affairs |
| Cindric, Michael | Vice President - Human Resources |
| Johnston, Lindsay B. | Vice President - Human Resources |
| Lieurance, Elizabeth E. | Vice President - Human Resources |
| MacGowan, John | Vice President - Human Resources |
| Oreskes, Lawrence W. | Vice President - Human Resources |
| Phillips, Ronald | Vice President - Human Resources |
| Rullman, Chris W. | Vice President - Human Resources |
| Tolen, Margaret B. | Vice President - Human Resources |
| Seckinger, Carolyn | Vice President - Human Resources Administration |
| Penna, Melanie A. | Vice President - Human Resources Administration and HQ Operations |
| St. Jean, Kerri | Vice President - Human Resources and Organizational Effectiveness |
| Galeotafiore, Dina A. | Vice President - Human Resources Field Operations |
| Pascale, Michael J. | Vice President - Human Resources Marketing and Product Development |
| Dahlin, Lysa | Vice President - Human Resources Nat'l Engineering and Technical Operations |
| Hoffmann, Thomas C. | Vice President – Implementation |
| Sims, Stephen R. | Vice President - Information Technology |
| Stipe, Rob | Vice President - Information Technology |
| Jensen, David A. | Vice President - International Programming |
| Tishgart, Barry | Vice President - Internet Services |
| Irwin, Robert C. | Vice President - IT Operations |
| Topping, Andrew C. | Vice President - Labor and Employment |
| Topping, Andrew C. | Deputy General Counsel |
| Ward, Edward F. | Vice President - Labor Relations Field Operations |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|-------------------------|---|
| Mossor, Brian K. | Vice President - Leadership and Professional Development |
| Brodeth-Carrick, Lisa | Vice President - Learning and Development |
| Lofas, Jr., Lars I. | Vice President – Marketing |
| Lynch, Amy M. | Vice President – Marketing |
| Simonet, Carla A. | Vice President – Marketing |
| Watts, Mark L. | Vice President – Marketing |
| Smith, Jeffrey E. | Vice President - Marketing, Facilities and General Operations |
| Smith, Jeffrey E. | Deputy General Counsel |
| Waddell, John R. | Vice President - Marketing and Sales |
| McFadden, Suzanne | Vice President - Marketing HIS |
| Kreiling, Jay | Vice President - Marketing Operations |
| White, Thomas B. | Vice President - Marketing Voice |
| O'Reirdan, Michael J. | Vice President – Messaging |
| Vazirani-Helsel, Kavita | Vice President - Media Services |
| McMichael, Gregory A. | Vice President - National Customer Service, Technology |
| Ross, Michael | Vice President - National Systems Development |
| Hertz, Richard J. | Vice President - Network Cross Platform Services |
| Newman, William | Vice President - Network Operations |
| Hysell, William R. | Vice President - New Business |
| Heeb, Steven M. | Vice President - New Business Development |
| Sommer, Melanie | Vice President - New Products |
| Gaines, Karen L. | Vice President - New Products Support |
| Cerino, Charles L. | Vice President - New Services Technology |
| Brodsky, Debra G. | Vice President - Online Affiliate Relations |
| Caffrey, Christopher E. | Vice President - Online Sales |
| Abbott, Bruce D. | Vice President – Operations |
| Allison, Douglas Scott | Vice President – Operations |
| Calhoun, Albert F. | Vice President – Operations |
| Calloway, Scott | Vice President – Operations |
| Hoppes, Dana C. | Vice President – Operations |
| Kennedy, Terry W. | Vice President – Operations |
| Kistler, Ray | Vice President – Operations |
| Martinez, Ralph O. | Vice President – Operations |
| Nocitra, Michael J. | Vice President – Operations |
| Pearl, Henry | Vice President – Operations |
| Reinhold, Susan L. | Vice President – Operations |
| Sanders, Dave | Vice President – Operations |
| Taylor, Michael | Vice President – Operations |
| Villanueva, Cristina B. | Vice President – Operations |
| Yant, Trevor | Vice President – Operations |
| Airas, Maria | Vice President - Operations Management |

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APPLICANT'S PRINCIPAL OFFICERS

| | |
|-------------------------|---|
| Gasta, Mark R. | Vice President - Organizational Development |
| King, William K. | Vice President - Organizational Development |
| Dolan, Daniel M. | Vice President - Payroll and Accounts Payable |
| Colon, Wil | Vice President - Plant Performance |
| Caspar, Abigail | Vice President - Product Development |
| McCoskey, John S. | Vice President - Product Development |
| Cesar, Sherita | Vice President - Product Engineering, Planning and Strategy |
| Scilingo, Rebecca A. | Vice President - Product Integration and Deployment |
| Palmatier, Jonathan L. | Vice President - Product Strategy |
| Gurevitch, Jonathan | Vice President – Programming |
| Ortman, Michael V. | Vice President – Programming |
| Alexander, Jeffrey A. | Vice President - Public Relations |
| Baumgartner, Tracy | Vice President - Public Relations |
| Feddeman, Shawn | Vice President - Public Relations |
| Kipp, Steve | Vice President - Public Relations |
| Sepehrrad, Ramesh | Vice President - Quality Assurance and Risk |
| O'Brien, Gerald C. | Vice President - Real Estate |
| Simon, Loretta L. | Vice President - Real Estate |
| Tierney, Jr., John J. | Vice President - Regional/National Sales |
| Flechler, Kenneth N. | Vice President - Safety and Compliance |
| O'Leary, Mark | Vice President – Sales |
| Revell, William F. | Vice President – Sales |
| Geisel, Aaron | Vice President - Sales and Marketing |
| Mosher, William S. | Vice President - Sales and Marketing |
| Russell, Leslie E. | Vice President - Sales and Marketing |
| Calabro, Robert J. | Vice President - Sales and New Product Deployment |
| Strickland, Marshall H. | Vice President - Sales Operations |
| Solis, William | Vice President - Service Delivery Telephony |
| Cole, Bernard | Vice President - Service Fulfillment |
| Gage, Timothy | Vice President - State Government Affairs |
| Gibbs, John F. | Vice President - State Government Affairs |
| Finnegan, James | Vice President - Strategic Intellectual Property |
| Eng, David A. | Vice President - Systems Infrastructure |
| Athias, Franklyn A. | Vice President - Systems Technology |
| Backstrom, C. Stephen | Vice President – Taxation |
| Elswick, Lonnie | Vice President - Technical Operations and Engineering |
| Claxton, Dale K. | Vice President - Technical Operations |
| Jennings, Abraham | Vice President - Technical Operations |
| Massi, Richard | Vice President - Technical Operations |
| McArdle, Gary M. | Vice President - Technical Operations |
| Ness, Raymond | Vice President - Technical Operations |
| Tideman, Thomas T. | Vice President - Technical Operations |

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APPLICANT'S PRINCIPAL OFFICERS

| | |
|--------------------------|--|
| Williams, Donald F. | Vice President - Technical Operations |
| Hood, Brady G. | Vice President – Technicians |
| Williams, Gary P. | Vice President - Telephony Engineering |
| Attanasio, Rick | Vice President - Telephony Operations |
| Raugh, Ronald L. | Vice President - Telephony Operations |
| Hutchinson, Regina M. | Vice President - Training and Development |
| Botelho, Kenneth | Vice President - TV Network Operations |
| Vonk, John | Vice President - Video Marketing |
| Means, Melanie E. | Vice President - Video Product Development |
| Harrar, Derek T. | Vice President - Video Strategy |
| Gough, Cameron | Vice President - Voice Engineering |
| Davidson, T. M. | Vice President - Voice Services |
| Kowolenko, David J. | Vice President - Voice Services |
| Fortin, Mark C. | Division Chief Financial Officer |
| Fortin, Mark C. | Division Vice President – Finance |
| Fischer, Joseph | Division Senior Vice President – Competition |
| Ossowski, Jeffrey S. | Division Senior Vice President – Finance |
| Barrett, John C. | Division Senior Vice President - Finance and Administration |
| Wasser, Glenn R. | Division Senior Vice President - Sales and Marketing |
| Davis, Mark A. | Division Vice President - Engineering Technology |
| Griffin, Roger E. | Division Vice President - Communications and Community Affairs |
| Stevenson III, George V. | Division Vice President - Finance and Accounting |
| Stevenson III, George V. | Division Controller |
| Marte, Andrew | Division Vice President - Financial Planning and Analysis |
| Bordeleau, John M. | Division Vice President - Ad Sales |
| Kelly, David | Division Vice President - Ad Sales |
| Ozor, Jonathan L. | Division Vice President - Ad Sales |
| Stanley, Richard M. | Division Vice President - Ad Sales |
| Trombly, Roland | Division Vice President - Ad Sales |
| Donahue, Bill | Division Vice President – Compliance |
| Gabriel, Ana | Division Vice President - Corporate Affairs |
| Brown, Jeff | Division Vice President - Customer Care |
| Bomar, Deric J. | Division Vice President - Human Resources |
| Gapen, Donna F. | Division Vice President - Human Resources |
| Molinaro, Michael | Division Vice President - Human Resources/Labor Relations |
| Murphy, Dan | Division Vice President – Engineering |
| Slabaugh, David W. | Division Vice President – Engineering |
| Bricknell, Mark | Division Vice President - Information Technology |
| Zeigler, Sandie | Division Vice President - Learning and Development |
| Sargent, Chuck | Division Vice President – Marketing |

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APPLICANT'S PRINCIPAL OFFICERS

| | |
|--------------------------|---|
| McKelvey, Kerry | Division Vice President - Sales and Marketing |
| Collins, Timothy P. | Division Vice President - Engineering and Advanced Services |
| Brady, Michael | Division Vice President - Government and Regulatory Affairs |
| Binder, Scott H. | Regional Senior Vice President |
| Buhl, David V. | Regional Senior Vice President |
| Henninger, Curt L. | Regional Senior Vice President |
| Hossinger, Linda | Regional Senior Vice President |
| Reimer, Steven | Regional Senior Vice President |
| Robertson, William R. | Regional Senior Vice President |
| Rozek, Leonard J. | Regional Senior Vice President |
| Shatlock, Jr., Eugene P. | Regional Senior Vice President |
| Arnold, Gregory R. | Regional Senior Vice President – Operations |
| Gehrig, Barbara A. | Regional Senior Vice President – Operations |
| Lopez, Filemon | Regional Senior Vice President – Operations |
| Pendleton, Curtis | Regional Senior Vice President – Operations |
| Samaha, James | Regional Senior Vice President – Operations |
| Smith, Amy | Regional Senior Vice President – Operations |
| White, Steven A. | Regional Senior Vice President – Operations |
| Caudill, Virgil J. | Regional Vice President |
| Coughlin, Thomas | Regional Vice President |
| D'Arcangelo, Paul | Regional Vice President |
| Guthrie, Douglas | Regional Vice President |
| Hackley, Stephen L. | Regional Vice President |
| Mejia, Jairo E. | Regional Vice President |
| Speller, Tony A. | Regional Vice President |
| Waterfield, Gary | Regional Vice President |
| Wright, William G. | Regional Vice President |
| Wall, Stephen M. | Regional Vice President - Ad Sales |
| Woodworth, Kimberly | Regional Vice President - Ad Sales |
| Cona, Joe | Regional Vice President - Business Operations |
| Hagen, Barbara A. | Regional Vice President - Business Operations |
| Walz, June | Regional Vice President - Business Operations |
| Kinsley, Joan M. | Regional Vice President - Comcast Digital Voice |
| Miller, Damon | Regional Vice President - Commercial Services and Telephony |
| Ruggiero, Rich | Regional Vice President - Communications and Public Affairs |
| Cade, Cynthia | Regional Vice President - Customer Care |
| Jensen, Merlin | Regional Vice President - Customer Care |
| Frazier, Jeff | Regional Vice President - Customer Operations |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|------------------------|--|
| Cagney, Thomas | Regional Vice President - Customer Service |
| Notman, Katherine | Regional Vice President - Customer Service |
| Bibb, James | Regional Vice President – Engineering |
| Melter, Scott | Regional Vice President - Engineering and Technical Operations |
| Woolsey, Max | Regional Vice President - Engineering and Technical Operations |
| Croney, Steven T. | Regional Vice President - Finance and Accounting |
| Knowles, Peter | Regional Vice President - Finance and Accounting |
| Zimmerman, Ed | Regional Vice President - Finance and Accounting |
| Bethke, Kevin T. | Regional Vice President – Finance |
| Kenna, Brian | Regional Vice President – Finance |
| Kieltyka, Peter | Regional Vice President – Finance |
| Mobilia, Janice M. | Regional Vice President – Finance |
| Richardson, Brian | Regional Vice President – Finance |
| Williams, Cheryl | Regional Vice President – Finance |
| Fennell, Klay F. | Regional Vice President - Government and Community Affairs |
| Otero, Juan | Regional Vice President - Government and Corporate Affairs |
| Ferry, Bill | Regional Vice President - Government Affairs |
| Giles, Johnnie | Regional Vice President - Government Affairs |
| Roden, Kim | Regional Vice President - Government Affairs |
| Callahan, Samantha | Regional Vice President - Human Resources |
| Carpenter, Patti | Regional Vice President - Human Resources |
| Darst, Ardella F. | Regional Vice President - Human Resources |
| German, Daniel | Regional Vice President - Human Resources |
| Gillenwater, Steven C. | Regional Vice President - Human Resources |
| Gray, Angela | Regional Vice President - Human Resources |
| Harrison, Julie | Regional Vice President - Human Resources |
| Myers, John | Regional Vice President - Human Resources |
| Nelson, Sonya | Regional Vice President - Human Resources |
| Schilling, Lisa | Regional Vice President - Human Resources |
| Smith, Helen Miranda | Regional Vice President - Human Resources |
| Willower, Sue | Regional Vice President - Human Resources |
| Koger, Richard L. | Regional Vice President – IT |
| LaPat, Richard A. | Regional Vice President - Learning and Development |
| Goldman, Larry | Regional Vice President - Marketing and Sales |
| Goodman, Charles | Regional Vice President - Marketing and Sales |
| Lent, Anthony | Regional Vice President - Marketing and Sales |
| Brushett, Sean | Regional Vice President – Marketing |
| Danner, Jeffrey T. | Regional Vice President – Marketing |
| Jackson, Marge | Regional Vice President – Marketing |

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APPLICANT'S PRINCIPAL OFFICERS

| | |
|------------------------|--|
| Lucoff, David | Regional Vice President – Marketing |
| Schaefer, Eric A. | Regional Vice President – Marketing |
| Williams, David | Regional Vice President – Marketing |
| Rosaschi, John | Regional Vice President - New Business |
| Curtis, Robert | Regional Vice President - Technical Operations |
| Thomas, Steve | Regional Vice President - Technical Operations |
| Schubert, Mary Beth | Regional Vice President - Public Relations |
| Borst, Donald W. | Regional Vice President – Operations |
| Dvoskin, Steven L. | Regional Vice President – Operations |
| Hewitt, Michael C. | Regional Vice President – Operations |
| McMillan, Douglas M. | Regional Vice President – Operations |
| True, Lelia B. | Regional Vice President – Operations |
| Marchetti, Ed | Regional Vice President - Operations and Engineering |
| Alperin, Linda | Regional Vice President – Telephony |
| Harris, Andrew P. | Regional Vice President – Sales |
| Barden, Elaine T. | Regional Vice President - Sales and Marketing |
| Kozel, Nicholas | Regional Vice President - Sales and Marketing |
| Lang, Richard A. | Regional Vice President - Sales and Marketing |
| Pierce, Thomas J. | Regional Vice President - Sales and Marketing |
| Diers, David | Regional Vice President - Telephony Operations |
| Allen, Mark | Area Vice President |
| Ames, Jr., Sanford | Area Vice President |
| Buchanan, Daniel | Area Vice President |
| Casillo, Michael V. | Area Vice President |
| Cleland, Michael | Area Vice President |
| Commers, Jr., James | Area Vice President |
| Dale, Kirk F. | Area Vice President |
| Falter, Len | Area Vice President |
| Gauder, John | Area Vice President |
| Gulbransen, Shirley A. | Area Vice President |
| Jennings, Richard C. | Area Vice President |
| Kennedy, Robert | Area Vice President |
| McMullen, Anne | Area Vice President |
| Rhoades, Kenneth P. | Area Vice President |
| Schulz, Douglas M. | Area Vice President |
| Sullivan, Brian J. | Area Vice President |
| Taub, Keith D. | Area Vice President |
| Tenney, Scott | Area Vice President |
| Trueblood, Michael J. | Area Vice President |
| Weicher, Sandra L. | Area Vice President |
| Westerman, Scott | Area Vice President |
| Whitaker, Chris | Area Vice President |

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

| | |
|------------------------|--|
| Williams, Navarra R. | Area Vice President |
| Williamson, Larry A. | Area Vice President |
| Stowell, Jeff | Area Vice President - Customer Care |
| Garcia, Eddie | Area Vice President - Government Affairs |
| Scarborough, Vic | Area Vice President – Marketing |
| Autry, Thomas P. | Area Vice President – Operations |
| Delviscio, John T. | Area Vice President – Operations |
| Dietrich, John M. | Area Vice President – Operations |
| Fitzhugh, Troy L. | Area Vice President – Operations |
| Fore, Henry R. | Area Vice President – Operations |
| Horn, Tim | Area Vice President – Operations |
| Lynch, Brian A. | Area Vice President – Operations |
| Moseley, Farrell D. | Area Vice President – Operations |
| Robinson, Marshall | Area Vice President – Operations |
| Dunbar, Jr., Edward H. | System Vice President/General Manager |
| Rosson, Ellen C. | System Vice President/General Manager |
| Shook, Geoff | System Vice President/General Manager |
| Watson, Bill | System Vice President/General Manager |
| Wilson, Michael | System Vice President - Government Affairs |
| Christopher, John R. | System Vice President – Operations |
| Colvin, Ronnie | System Vice President – Operations |
| Davenport, Mike | System Vice President – Operations |
| Daves, Mike | System Vice President – Operations |
| Dunkeson, Chris N. | System Vice President – Operations |
| Gillespie, Valerie L. | System Vice President – Operations |
| Morse, Janine W. | System Vice President – Operations |
| Pecora, Paul R. | System Vice President – Operations |
| Schweber, Lawrence | System Vice President – Operations |
| Seamon, Richard A. | System Vice President – Operations |

APPENDIX B

AFFIDAVIT

STATE OF CALIFORNIA

COUNTY OF CONTRA COSTA

My name is Johnnie Giles. I am a Vice President of Government Affairs for Comcast Cable Communications Management, LLC. My personal knowledge of the facts stated herein has been derived from my employment with Comcast Cable Communications Management, LLC.

I swear or affirm that I have personal knowledge of the facts stated in this Application for a California State Video Franchise to provide Video Service, I am competent to testify to them, and I have the authority to make this Application on behalf of and to bind the Company.

I further swear or affirm that Comcast Cable Communications Management, LLC shall fulfill the following requirements:

1. Applicant has filed or will timely file with the Federal Communications Commission all forms required by the Federal Communications Commission before offering Video Service in this state.
2. Applicant agrees to comply with all lawful city, county, or city and county regulations regarding the time, place, and manner of using the public rights-of-way, including but not limited to, payment of applicable encroachment, permit, and inspection fees.
3. Applicant will concurrently deliver a copy of this Application to any Local Entity in the Video Service Area.
4. Applicant possesses the financial, legal, and technical qualifications necessary to construct and operate the proposed system and promptly repair any damage to the public rights-of-way caused by Applicant.
5. Applicant is not in violation of any final nonappealable order relating to either the Cable Television and Video Providers Customer Service and Information Act (California Public Utilities Code Article 3.5 (commencing with § 53054) of Chapter 1 of Part 1 of Division 2 of Title 5 of the Government Code) or the Video Customer Service Act (California Public Utilities Code Article 4.5 (commencing with § 53088) of Chapter 1 or Part 1 of Division 2 of Title 5 of the Government Code).
6. If it has not done so in the Application, Applicant shall provide the Commission, no later than 90 calendar days after the date of the Commission's issuance of a State Video Franchise to the Applicant, a complete description of residents' socioeconomic status information, as required by and detailed in Questions 14 and 15 of the Application.
7. In connection with its original application for a state video franchise, Applicant has already provided a copy of a fully executed bond in the amount of \$500,000 to the Executive Director. The bond lists the Commission as obligee and was issued by a corporate surety authorized to transact a surety business in California. No further bond is required in connection with this application for an amendment to Applicant's current franchise.

APPENDIX B

AFFIDAVIT

I further swear or affirm that Comcast Cable Communications Management, LLC agrees to comply with all federal and state statutes, rules, and regulations, including, but not limited to, the following:

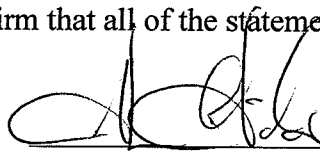
1. As provided in Public Utilities Code § 5890, Applicant will not discriminate in the provision of Video Service.
2. Applicant will abide by all applicable consumer protection laws and rules as provided in Public Utilities Code § 5900.
3. Applicant will remit the fee required by California Public Utilities Code § 5860(a) to the Local Entity.
4. Applicant will provide public, educational, and governmental access channels and the required funding as required by Public Utilities Code § 5870.
5. Applicant and any and all of its Affiliates' operations in California now and in the future shall be included for the purposes of applying Public Utilities Code §§ 5840, 5890, 5960, and 5940. Applicant specifically attests to the following:
 - a. Reporting Requirements: Either (i) Applicant or (ii) the parent company of Applicant shall produce Commission-mandated reports for and on behalf of Applicant and any and all of its Affiliates that operate in California. Only one report required pursuant to Public Utilities Code § 5960 shall be filed annually, such report to include all pertinent data for the Company.
 - b. Antidiscrimination:
 - i. If Applicant and its Affiliates together have more than 1,000,000 telephone customers in California, Applicant shall satisfy the build-out requirements set forth in Public Utilities Code § 5890(b) & (e).
 - ii. If Applicant and its Affiliates together have less than 1,000,000 telephone customers in California, Applicant shall satisfy any build-out requirements established pursuant in Public Utilities Code § 5890(c).
 - c. Cross-subsidization: If Applicant or its Affiliates provide stand-alone, residential, primary-line basic telephone service, Applicant shall refrain from using any increase of the rate of this service to finance the cost of deploying a network to provide video service.
 - d. "Affiliate," as referenced herein, means any company 5 per cent or more of whose outstanding securities are owned, controlled, or held with power to vote, directly or indirectly either by a state video franchise holder or any of its subsidiaries, or by that state video franchise holder's controlling corporation and/or any of its subsidiaries as well as any company in which the state video franchise holder, its controlling corporation, or any of the state video franchise holder's affiliates exert substantial control over the operation of the company and/or indirectly have substantial financial interests in the company exercised through means other than ownership.

APPENDIX B

AFFIDAVIT

- 6. Applicant shall fulfill all other requirements imposed by the Digital Infrastructure and Video Competition Act.
- 7. Comcast Cable Communications Management, LLC is a single identifiable entity that is qualified to do business in California and has verifiable assets. This entity shall accept service of process, either directly or through an agent, and submit to the jurisdiction of California courts.

I swear or affirm that all of the statements and representations made in this Application are true and correct.

 VICE PRESIDENT GOVERNMENT AFFAIRS
Signature and title

JOHNNIE GILES Vice President – Government Affairs
(Typed or printed name and title)

State of California

County of _____

Subscribed and sworn to (or affirmed) before me on this _____ day of _____

20_____, by, _____ personally known to me or

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

see attached acknowledgment

Seal _____

Signature _____

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Alameda }

on January 18, 2011 before me, Mitzi Givens-Russell, Notary Public,
Date Here Insert Name and Title of the Officer

personally appeared Johnnie Dee Giles,
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and acknowledged to me that ~~he/she/they~~ executed the same in ~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~ signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Handwritten Signature] Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Thirteenth Amended Application Comcast

Document Date: January 18, 2011 Number of Pages: 27 + acknawld .

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer(s)

Signer's Name: Johnnie Giles

- Individual
- Corporate Officer — Title(s): VP. Gov't Affairs
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: Comcast



Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____

