DOCKET FILE COPY ORIGINAL

Wiley Rein & Fielding LLP

Marlene H. Dortch
Federal Communications Commission
236 Massachusetts Avenue, NE
Suite 110
Washington, DC 20002

1776 K STREET NW
WASHINGTON, DC 20006
PHONE 202.719.7000
FAX 202.719.7049

7925 JONES BRANCH DRIVE
SUITE 6200
McLEAN, VA 22102
PHONE 703.905.2800
FAX 703.905.2820

www.wrf.com

August 14, 2002

RECEIVED

AUG 14 2002

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

BY HAND DELIVERY

Mr. W. Kenneth Ferree
Chief, Media Bureau
Federal Communications Commission
236 Massachusetts Avenue, NE
Suite 110
Washington, DC 20002

Re: Acknowledgments of Confidentiality, *Applications for Consent to the Transfer of Control of Licenses From Comcast Corporation and AT&T Corp., Transferors, To AT&T Comcast Corporation, Transferee,* MB Docket No. 02-70

Dear Mr. Ferree:

Prime Communications, Inc., by their attorneys and pursuant to the Protective Order adopted by the Commission on March 28, 2002 (DA 02-734), hereby respectfully notify the Federal Communications Commission that the person listed below intends to review the stamped confidential documents pursuant to the above-referenced Protective Order.

Nicole A. Rothstein
Associate, Wiley Rein & Fielding

An Acknowledgment of Confidentiality, in the form of Appendix B to the March 28, 2002 Order, is attached for each of these individuals. As required, copies of these Acknowledgments of Confidentiality also are being served upon Outside Counsel of Record for Comcast Corporation and AT&T Corp.

No. of Copies rec'd 0
List ABCDE

If there are any questions about this submission, please do not hesitate to contact the undersigned.

Respectfully submitted,

Nicole A. Rothstein
Wiley, Rein & Fielding
1776 K Street, N.W.
Washington, DC 20006
Phone: (202) 719-7000
Fax: (202) 719-7049

Counsel for Prime Communications, Inc.

cc (w/encl.): Marlene H. Dortch, Secretary, Federal Communications Commission
David Lawson, *Counsel for AT&T Corp.*
Michael H. Hammer, *Counsel for AT&T Corp.*
A. Richard Metzger, Jr., *Counsel for Comcast Corporation*
James L. Casserly, *Counsel for Comcast Corporation*

APPENDIX B

Acknowledgment of Confidentiality

I hereby acknowledge that I have received and read a copy of the foregoing Protective Order in the above-captioned proceeding, and I understand it. I agree that I am bound by the Protective Order and that I shall not disclose or use Stamped Confidential Documents or Confidential Information except as allowed by the Protective Order. I acknowledge that a violation of the Protective Order is a violation of an order of the Federal Communications Commission.

Without limiting the foregoing, to the extent that I have any employment, affiliation or role with any person or entity other than a conventional private law firm (such as, but not limited to, a lobbying or public interest organization), I acknowledge specifically that my access to any information obtained as a result of the order is due solely to my capacity as Counsel or consultant to a party or other person described in paragraph 5 of the foregoing Protective Order and that I will not use such information in any other capacity nor will I disclose such information except as specifically provided in the Protective Order.

I hereby certify that I am not involved in "competitive decision-making" as that term is used in the definition of In-House Counsel in paragraph 2 of the Protective Order.

I acknowledge that it is my obligation to ensure that: (1) Stamped Confidential Documents and Confidential Information are used only as provided in the Protective Order; and (2) Stamped Confidential Documents are not duplicated except as specifically permitted by the terms of paragraph 10 of the Protective Order, and I certify that I have verified that there are in place procedures, at my firm or office, to prevent unauthorized disclosure of Stamped Confidential Documents or Confidential Information.

Capitalized terms used herein and not otherwise defined shall have the meanings ascribed to them in the Protective Order.

Executed at Washington, DC this 14 day of August, 2002.

Nicole A. Rothstein
Associate
Wiley Rein & Fielding LLP
1776 K Street
Washington, DC 20006
202.719.3565

Counsel for Prime Communications, Inc.