

RESOLUTION NO. 02-229

A RESOLUTION FINDING THAT THE PROPOSED MERGER BETWEEN AT&T BROADBAND A WHOLLY OWNED SUBSIDIARY OF AT&T CORPORATION AND COMCAST CORPORATION DOES NOT CONSTITUTE A SALE OR TRANSFER UNDER FEDERAL LAW OR THE TERMS OF THE US CABLE OF COASTAL-TEXAS, L.P. CABLE TELEVISION FRANCHISE; DENYING APPROVAL OF THE FCC FORM 394 APPLICATION FOR TRANSFER OF THE US CABLE OF COASTAL-TEXAS, L.P. CABLE TELEVISION FRANCHISE TO AT&T COMCAST CORPORATION; PROVIDING INSTRUCTIONS TO THE CLERK; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS Comcast Corporation announced in December of 2001 that it, through a new parent corporation to be known as AT&T Comcast Corporation, would acquire AT&T Broadband, Inc., the cable television arm of AT&T Corporation; and

WHEREAS currently, AT&T Broadband Corporation not only owns and operates its own cable television systems, but also is a minority stakeholder in other third party cable television entities; and

WHEREAS one such entity wherein AT&T Broadband Corporation is currently a minority stakeholder is US Cable of Coastal-Texas, L.P. (USCCT); and

WHEREAS USCCT is currently 48% owned by AT&T Broadband Corporation and 52% owned by US Cable Holdings, L.P.; and

WHEREAS the Manatee County Commission has previously granted a non-exclusive cable television franchise to USCCT to provide cable television services to Manatee County residents; and

WHEREAS on May 24, 2002, AT&T Corporation filed with the County an Application For Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise (FCC Form 394) seeking to transfer the USCCT franchise to AT&T Comcast Corporation, (received by the County May 28, 2002); and

WHEREAS The provisions in 47 U.S.C. § 537 of the United States Code govern transfers or assignments of cable television franchises; and

WHEREAS upon review of the application for consent (FCC Form 394) filed by AT&T Corporation, it appears that there will be no direct transfer of control nor assignment of the USCCT franchise to any other person or entity; and

WHEREAS instead, it appears from the filing that the merger of Comcast Corporation and AT&T Broadband, Inc., will not alter the majority ownership or control of the USCCT franchise by US Cable Holdings, L.P. in that the franchise will continue to be held by US Cable Holdings, L.P., and that in turn US Cable Holdings, L.P. will continue to be a free-standing controlling majority partner of USCCT; and

WHEREAS Manatee County does not interpret federal law or the USCCT franchise as requiring an application for consent under the facts of the announced merger of Comcast Corporation and AT&T Broadband, Inc.

NOW, THEREFORE BE IT RESOLVED by the Board of County Commissioners of Manatee County, Florida that the Application For Franchise Authority Consent to Assignment or Transfer of Control of Cable Television Franchise (FCC Form 394), as filed by AT&T Corporation on May 24, 2002, should be and same hereby is denied.

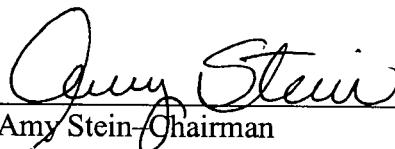
BE IT FURTHER RESOLVED that nothing herein shall be construed as attempting to prevent or prohibit the merger of AT&T Broadband and Comcast.

BE IT FURTHER RESOLVED that in the event that US Cable Holdings, L.P. ceases to exist or to be majority controlling partner in USCCT, application will be required to transfer the franchise.


BE IT FURTHER RESOLVED that the Clerk provide copies of this Resolution to AT&T Corporation at the address(s) shown on its application.

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately upon its adoption.

Adopted at a regular session of the County Commission held on the 20th day of August, 2002.



Amy Stein-Chairman
Manatee County Board of County Commissioners

Attest: 
R.B. Shore, Clerk of Circuit Court

