

**ACCEPTANCE OF EXTENSION OF TERM OF CABLE FRANCHISES
COMCAST/CITY OF PORTLAND**

Karla Moore-Love
Council Clerk
City Hall
1221 SW 4th Ave Room 140
Portland, Oregon 97204

This is to advise the City of Portland, Oregon that Franchisees and Franchisees' Guarantor Comcast Corporation hereby unqualifiedly accept the provisions applicable to them of Ordinance No. 184227, passed by the City of Portland, Oregon on the 10th of November, 2010, extending until June 30, 2011 the terms of the following cable franchises, as applicable:

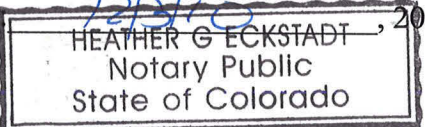
- (1) the cable franchise issued by the City of Portland to KBL-Portland Cablesystems, L.P, presently operated by Comcast Of Illinois/Ohio/Oregon, LLC as successor to AT&T Broadband of Ohio LLC ("Franchisee"); and
- (2) the cable franchise ("West Portland franchise") issued by the City of Portland to TCI Cablevision of Oregon, Inc., presently operated by Comcast Of Oregon II, Inc. as successor to TCI Cablevision of Oregon, Inc. ("Franchisee")

and agree, as applicable, to abide by the following terms and conditions:

- a. In all respects and without exception, Franchisees and Franchisees' Guarantor Comcast Corporation agree and acknowledge that the extension of the term of the cable franchises will not affect, diminish, impair or supersede the binding nature of the existing valid ordinances, franchises, resolutions and agreements applicable to operation of the cable system, including, but not limited to any existing guarantees, and that during the term of the extension Franchisees shall comply with each and every provision of the franchises including all lawful applicable ordinances, orders, contracts, agreements, commitments, side letters, and regulatory actions taken pursuant thereto, as applicable, whether prior or subsequent to the date of the term extension that is the subject of this Acceptance.
- b. Franchisees and Franchisees' Guarantor Comcast Corporation do not waive and expressly reserve all legal rights they may have under the current Franchises and applicable law, and Franchisees and Franchisees' Guarantor Comcast Corporation specifically acknowledge and expressly accept that the City of Portland does not waive and expressly reserves all legal rights and authority in regard to any and all non-compliance under the applicable Franchises that may now exist or may later be discovered to have existed during the term of the Franchises, whether prior or subsequent to the date of the term extension that is the subject of this Acceptance.

COMCAST OF
ILLINOIS/OHIO/OREGON, LLC
as successor to AT&T Broadband of Ohio,
LLC

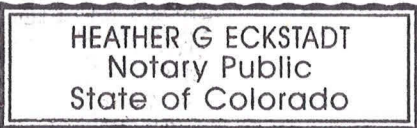
By [Signature]
Name: Timothy T. Nester
Title: SVP - Finance and Accounting

Date: 12/3/10, 2002

My Commission Expires April 10, 2013

COMCAST OF OREGON II, Inc.
as successor to TCI Cablevision of Oregon,
Inc.

By [Signature]
Name: Timothy T. Nester
Title: SVP - Finance and Accounting

Date: 12/3/10, 2002


My Commission Expires April 10, 2013

COMCAST CORPORATION, Guarantor

By [Signature]
Name:
Title:

Date: 12/8/10, 2002

ARTHUR R. BLOCK
Senior Vice President

COMMONWEALTH OF PENNSYLVANIA
NOTARIAL SEAL
MaryAnn Hall, Notary Public
City of Philadelphia, Phila. County
My Commission Expires July 8, 2014

STATE OF Colorado)
County of Arapahoe) ss.

This Acceptance was acknowledged before
me on the 3rd day of December,
2010, by Timothy T. Nester
as SVP, Finance, a
duly authorized officer of Comcast Of
Illinois/Ohio/Oregon, LLC

[Signature]
Notary Public for
My Commission Expires 4/10/2013

STATE OF Colorado)
County of Arapahoe) ss.

This Acceptance was acknowledged before
me on the 3rd day of December,
2010, by Timothy T. Nester
as SVP, Finance, a
duly authorized officer of Comcast Of Oregon
II, Inc.

[Signature]
Notary Public for
My Commission Expires 4/10/2013

STATE OF Pennsylvania)
County of Philadelphia) ss.

This Acceptance was acknowledged before
me on the 8th day of December,
2010, by Arthur R. Block
as Senior Vice President, a
duly authorized officer of Comcast
Corporation.

[Signature]
Notary Public for
My Commission Expires 7/8/2014

APPROVED AS TO FORM:

APPROVED AS TO FORM

Benjamin Walters

City Attorney ~~CHIEF DEPUTY CITY ATTORNEY~~ 12/22/10

c: Office of Cable Communications and Franchise Management
1120 SW Fifth Ave., Room 1305
Portland, OR 97204