



Steve Bornstein
President & CEO

December 5, 2006

VIA Federal Express

Matthew M. Polka
President & CEO
American Cable Association
One Parkway Center, Suite 212
Pittsburgh, Pennsylvania 15220-3505

Dear Mr. Polka:

Thank you for your letter of November 22, 2006. I appreciate the concerns underlying your letter, for we too would like to ensure that consumers have the opportunity to gain access to the NFL Network. Your letter, however, rests on several mistaken premises.

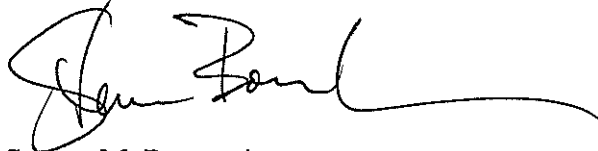
The NFL Network, which was launched in November 2003, acquired earlier this year the right to telecast eight live regular season NFL games. Due to the popularity and demand for such programming, we have consistently maintained that the NFL Network should be made available to a broad range of consumers on an expanded basic level of carriage.

Prior to acquiring this package, however, NFL Network had entered into several carriage agreements that allowed cable operators, including the cable operators identified in your letter, to distribute the channel on several service levels including, in some cases, as part of a digital package. Thus, with certain limited exceptions, if a cable operator carried NFL Network prior to 2006, that operator was offered the right to carry the Network's live games package on the same level of service (including, where applicable, in a digital package) that it had been carrying the Network previously. (I assume that many American Cable Association members were among the operators offered that option.) But after the NFL Network acquired the package of NFL games, every carriage agreement into which we have entered, *regardless of the size of the carrier*, contemplates carriage on the expanded basic level of service.

We disagree with your premise that consumers would be better served by relegating the NFL Network to an elite sports-only tier. Such sports-only tiers are not good values for our fans because fans are required to pay a disproportionate premium to obtain access to programming. Further, such tiers are not attractive to programming content providers. In fact, the undesirability of these sports-only tiers for content providers is best demonstrated by the fact that those cable companies with their own sports programming networks (presumably not members of ACA) distribute these networks on expanded basic cable. But we do recognize that sports-only tiers

are attractive for cable operators, since they pay a relatively small amount per month for the programming and then charge the subscriber \$5 to \$15 per month to receive the tier. We also understand cable operators' desire to use the NFL Network and its unique programming to drive subscription levels for such highly profitable tiers. But we see no reason why, at the expense of our fans -- in terms of cost and programming access -- the NFL Network should be used in that manner.

Sincerely,

A handwritten signature in black ink, appearing to read "Steven Bornstein", with a long horizontal flourish extending to the right.

Steven M. Bornstein

cc: The Honorable Arlen Specter
The Honorable Patrick J. Leahy
The Honorable Mike DeWine
The Honorable Herbert H. Kohl
The Honorable Ted Stevens
The Honorable Daniel K. Inouye
The Honorable John F. Kerry
The Honorable F. James Sensenbrenner, Jr.
The Honorable John Conyers
The Honorable Lamar S. Smith
The Honorable Howard Coble
The Honorable Howard Berman
The Honorable Joe Barton
The Honorable John D. Dingell
The Honorable Fred Upton
The Honorable Edward J. Markey
The Honorable Rick Boucher
The Honorable Bart Stupak
The Honorable John E. Peterson
The Honorable Kevin J. Martin
The Honorable Michael J. Copps
The Honorable Jonathan S. Adelstein
The Honorable Deborah Taylor Tate
The Honorable Robert McDowell