



Comcast Cable  
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Atlanta, GA 30339

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T.R.A. DOCKET ROOM

**VIA HAND DELIVERY**

Honorable Kenneth C. Hill, Chairman  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

Re: *Application of Comcast Cable Communications Management, LLC, to Amend a  
State-Issued Certificate of Franchise Authority*  
**Docket No. 09-00137**

Dear Chairman Hill:

Enclosed for filing in the referenced docket are the original and four copies of Comcast Cable Communications Management, LLC's *Third Amendment to Certificate of Franchise Authority*.

Comcast Cable Communications Management, LLC, respectfully requests that this matter be placed on the Authority's next regularly scheduled Conference Agenda for consideration and approval.

Sincerely,

John Barrett  
Regional Senior Vice President

Enclosures

**BEFORE THE TENNESSEE REGULATORY AUTHORITY**  
**Nashville, Tennessee**

**In Re: Application of Comcast Cable Communications Management, LLC, a Delaware Limited Liability Company, on Behalf of its Affiliates Operating Cable Systems in Tennessee Which Include the Following Entities:**

Comcast of Arkansas/Florida/Louisiana/Minnesota/Mississippi/Tennessee, Inc.  
Comcast of Indiana/Kentucky/Utah  
Comcast of Kentucky/Tennessee/Virginia, LLC  
Comcast of Michigan/Mississippi/Tennessee, Inc.  
Comcast of Nashville I, LLC  
Comcast of Nashville II, LLC  
Comcast of Southern Tennessee, LLC  
Comcast of Tennessee, LP  
Comcast of the South

**Docket No. 09-00137**

**THIRD AMENDMENT TO**  
**CERTIFICATE OF FRANCHISE AUTHORITY**

On September 15, 2009, Comcast Cable Communications Management, LLC (hereinafter, "Comcast") filed its application for a state-issued Certificate of Franchise Authority pursuant to Tenn. Code Ann. § 7-59-301, *et seq.*, also known as the Competitive Cable and Video Services Act of 2008, (hereinafter, the "Act"). Such Certificate of Franchise Authority was granted to Comcast by the Tennessee Regulatory Authority on October 2, 2009.

On August 10, 2010, Comcast filed its First Amendment to its Certificate of Franchise Authority to supplement certain municipalities and/or unincorporated areas within Counties to those previously described within its application filed September 15, 2009. Such First Amended Certificate of Franchise Authority was granted to Comcast by the Tennessee Regulatory Authority on September 23, 2010.

On March 29, 2011, Comcast filed its Second Amendment to its Certificate of Franchise Authority to effectuate an intercompany transfer of the Certificate in Docket No. 09-00024 into Docket No. 09-00137 and add certain municipalities and/or unincorporated areas within Counties to those previously described within its application filed September 15, 2009. Such Second Amended Certificate of Franchise Authority was granted to Comcast by the Tennessee Regulatory Authority on April 19, 2011.

Comcast hereby files this Third Amendment to its Certificate of Franchise Authority to add the following municipalities and unincorporated areas within counties to the written description, attached to its original application, of municipalities and unincorporated areas within Counties to be served in whole or in part by Comcast pursuant to such Certificate, as amended:

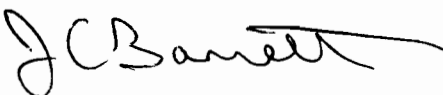
Germantown, Tennessee

Comcast has provided a copy of this Amendment to Germantown, Tennessee, and will comply with all applicable notice provisions.

Based on the population of the areas designated above, Comcast has submitted the required fee of two hundred fifty dollars (\$250.00) with this Amendment.

Respectfully submitted,

**COMCAST CABLE COMMUNICATIONS MANAGEMENT, LLC**

By:   
John Barrett  
Regional Senior Vice President

## **EXHIBIT A**

I. SERVICE AREA AND CORRESPONDING LEGAL ENTITY

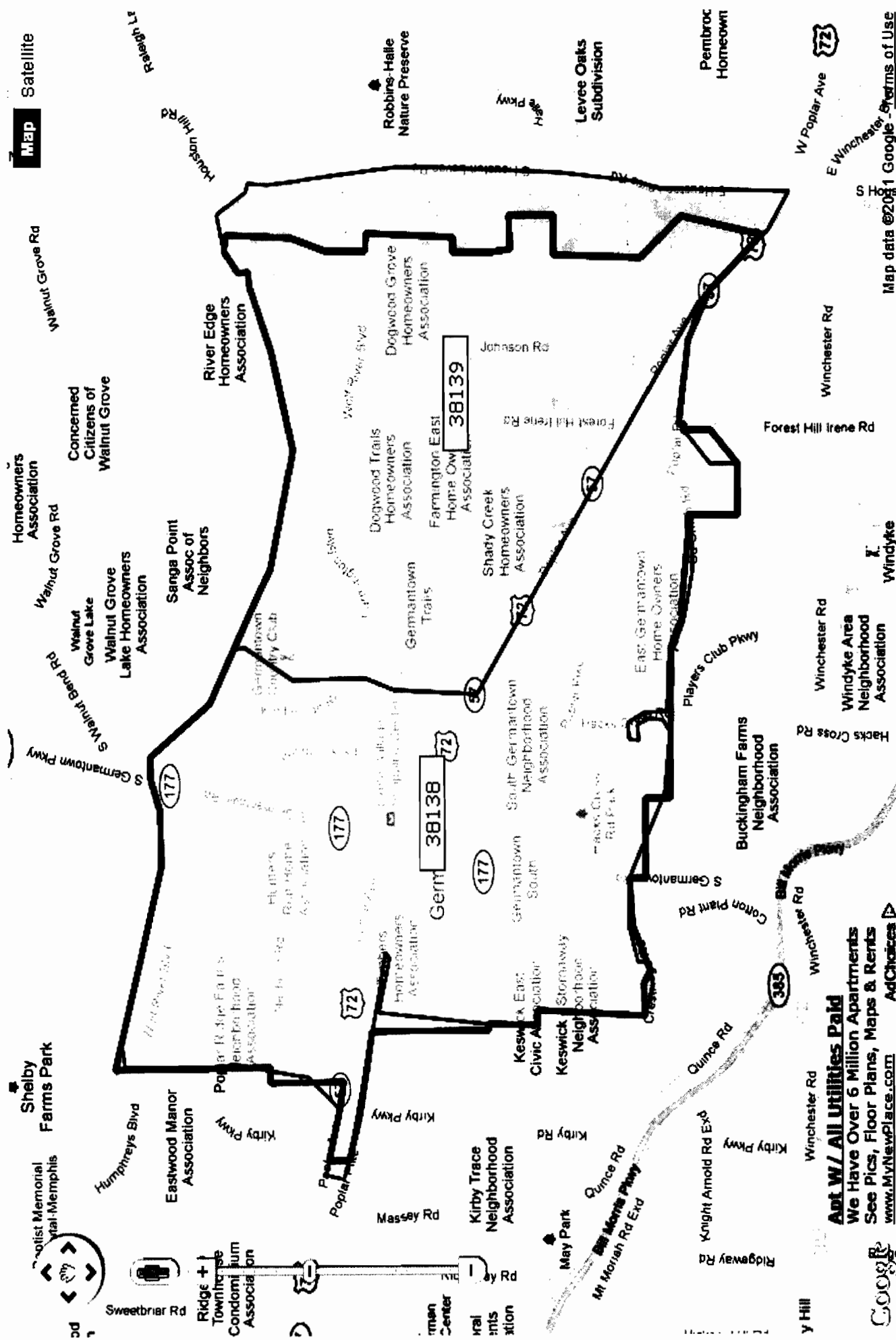
|  |  |
|--|--|
| <u>Service Area - Cities</u><br>Germantown, TN | <u>Legal Entity</u><br>Comcast of Arkansas/Florida/Louisiana/Minnesota/Mississippi/Tennessee, Inc. |
|--|--|

II. POPULATION

|  |                             |                                    |
|--|-----------------------------|------------------------------------|
| <u>Service Area - Cities</u><br>Germantown, TN | <u>Population</u><br>40,436 | <u>County</u><br>Shelby County, TN |
|--|-----------------------------|------------------------------------|

III. CONTACT INFORMATION

|  |                                    |                              |                            |  |                           |                    |                          |
|--|------------------------------------|------------------------------|----------------------------|--|---------------------------|--------------------|--------------------------|
| <u>Service Area - Cities</u><br>Germantown, TN | <u>Title</u><br>City Administrator | <u>First Name</u><br>Patrick | <u>Last Name</u><br>Lawton | <u>Address 1</u><br>1930 Germantown Road South | <u>City</u><br>Germantown | <u>State</u><br>TN | <u>Zip Code</u><br>38138 |
|--|------------------------------------|------------------------------|----------------------------|--|---------------------------|--------------------|--------------------------|



■ - City boundary    ■ - Zip Code boundaries

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