



**SEVENTH AMENDED APPLICATION OF
COMCAST CABLE COMMUNICATIONS MANAGEMENT, LLC
FOR AN AMENDED CALIFORNIA STATE VIDEO FRANCHISE
CALIFORNIA PUBLIC UTILITIES COMMISSION**

Definitions for the purposes of this Application:

- A. "Access" means that the holder is capable of providing video service at the household address using any technology, other than direct-to-home satellite service, providing two-way broadband Internet capability and video programming, content, and functionality, regardless of whether any customer has ordered service or whether the owner or landlord or other responsible person has granted access to the household. If more than one technology is utilized, the technologies shall provide similar two-way broad band Internet accessibility and similar video programming.
- B. "Affiliate" means any company 5 per cent or more of whose outstanding securities are owned, controlled, or held with power to vote, directly or indirectly either by a state video franchise holder or any of its subsidiaries, or by that state video franchise holder's controlling corporation and/or any of its subsidiaries as well as any company in which the state video franchise holder, its controlling corporation, or any of the state video franchise holder's affiliates exert substantial control over the operation of the company and/or indirectly have substantial financial interests in the company exercised through means other than ownership.
- C. "Applicant" means any person or entity that files an application seeking to provide Video Service in the state pursuant to a State Video Franchise.
- D. "Application" means the form prescribed by the Commission through which an Applicant may apply for a State Video Franchise or amend its Video Service Area.
- E. "Application Fee" means any fee that the Commission imposes to recover its actual and reasonable costs of processing an Application.¹
- F. "Area" means a set of contiguous (i) collections of census block groups or (ii) regions that are mapped using geographic information system technology.
- G. "Broadband" or "Broadband Service" means any service defined as Broadband, or having advanced telecommunications capability, in the most recent Federal Communications Commission inquiry pursuant to Section 706 of the Telecommunications Act of 1996 (P.L. 104-104).²

¹ CAL. PUB. UTIL. CODE § 5840(c). This fee is not levied for general revenue purposes, consistent with Public Utilities Code § 5840(c).

² *Id.* at § 5830(a). The Federal Communications Commission currently uses the term "broadband" and "advanced telecommunications capability" to describe services and facilities with an upstream (customer-to-provider) and downstream (provider-to-customer) transmission (footnote continued)

- H. “Census Block Group” has the same meaning as used by the U.S. Census Bureau.
- I. “Census Tract” has the same meaning as used by the U.S. Census Bureau.³
- J. “Census Tract Basis” means pursuant to the reporting standards articulated in Appendix D and Appendix E, Section II of D.07-03-014.
- K. “Commission” means the Public Utilities Commission.
- L. “Company” means the Applicant and its Affiliates.
- M. “Consultant” means the third party source of census household projections including low income household projections.
- N. “DIVCA” means Assembly Bill 2987, the Digital Infrastructure and Video Competition Act of 2006 (Ch. 700, Stats. 2006).
- O. “Household” means, consistent with the U.S. Census Bureau, a house, apartment, a mobile home, a group of rooms, or a single room that is intended for occupancy as separate living quarters.⁴ Separate living quarters are those in which the occupants live and eat separately from any other persons in building and which have direct access from the outside of the building or through a common hall.⁵
- P. “Local Entity” means any city, county, city and county, or joint powers authority within the state within whose jurisdiction a State Video Franchise Holder may provide Video Service.⁶
- Q. “Low-Income Household” means a residential Household where the average annual Household income is less than \$35,000, as based on U.S. Census Bureau estimates adjusted annually to reflect rates of change and distribution through January 1, 2007.⁷
- R. “State Video Franchise” means a franchise issued by the Commission pursuant to DIVCA.⁸

speed of more than 200 kilobits per second. FEDERAL COMMUNICATIONS COMMISSION, AVAILABILITY OF ADVANCED TELECOMMUNICATIONS CAPABILITY IN THE UNITED STATES, FOURTH REPORT TO CONGRESS, FCC 04-208, 10 (Sept. 9, 2004). This definition, however, is under review by the Commission, and it may evolve in response to rapid technological changes in the marketplace. Id.

³ CAL. PUB. UTIL. CODE at § 5960(a).

⁴ Id. at § 5890(j)(1).

⁵ Id.

⁶ Id. at § 5830(k).

⁷ Id. at § 5890(j)(2) (defining “low-income households” for the purposes of imposing build-out requirements).

⁸ Id. at § 5830(p).

- S. “State Video Franchise Holder” means a person or group of persons that has been issued a State Video Franchise from the Commission pursuant to Division 2.5 of DIVCA.⁹
- T. “Telephone Service Area” means the area where the Commission has granted an entity a Certificate of Public Convenience and Necessity to provide telephone service.
- U. “Telephone Corporation” means a telephone corporation as defined in Public Utilities Code § 234.
- V. “Video Service” means video programming services, cable service, or open-video system service provided through facilities located at least in part in public rights-of-way without regard to delivery technology, including Internet protocol or other technology. This definition does not include (1) any video programming provided by a commercial mobile service provider defined in Section 322(d) of Title 47 of the United States Code, or (2) video programming provided as part of, and via, a service that enables users to access content, information, electronic mail, or other services offered over the public Internet.¹⁰
- W. “Video Service Area” means the area proposed to be served under a State Video Franchise.
- X. “Video Service Provider” means any entity providing Video Service.¹¹

⁹ Id. at § 5830(i).

¹⁰ Id. at § 5830(s).

¹¹ Id. at § 5830(t).

PLEASE TYPE ALL INFORMATION UNLESS INSTRUCTED OTHERWISE.

Type of Application

1. Check as appropriate:

New Franchise Amended Franchise (Please indicate type of amendment below)

Increasing Video Service Area

Decreasing Video Service Area

Applicant Information

2. Applicant's State Video Franchise number (if seeking an amended Franchise):

#021

3. Applicant's full legal name:

Applicant is Comcast Cable Communications Management, LLC, a Delaware limited liability company, on behalf of the Video Service Providers ("VSPs") identified in Schedule 1G ("Applicant"), for their respective Video Service Areas, as also reflected in Schedule 1G. By this Seventh Amended Application, Comcast Cable Communications Management, LLC seeks to expand the list of Video Service Providers identified in Schedule 1 to its Original Application by adding the entities and corresponding Video Service Areas specified in Schedule 1G, below.

Schedule 1G

Legal Entity	Video Service Area/Local Authority	FCC-CA Franchise No.
Comcast of California/Colorado/Illinois/Indiana/Michigan, LP	VALLEJO	0388
Comcast of California VI, Inc.	WINDSOR	1513
Comcast of Contra Costa, Inc.	PINOLE	0069
Comcast of Southern California, Inc.	ORLAND	0269

4. Name under which the Applicant does or will do business in California:

Each of Applicant's VSPs is currently doing business under the name "Comcast."

5. Legal name and contact information of Applicant's parent companies, including the ultimate parent:

Parent's Full Legal Name: **Comcast Cable Communications Holdings, Inc.**

Ultimate Parent: **Comcast Corporation**

Address: **1 Comcast Center
1701 John F. Kennedy Boulevard
Philadelphia, PA 19103**

Phone: **(215) 286-1700**

6. Applicant's principal place of business: **Applicant's and each VSP's principal place of business in California is printed below.**

Address: **3055 Triad Dr.
Livermore, CA 94551**

Phone: **(925) 973-7000**

7. Contact information for the person responsible for ongoing communication with the Commission about Video Service business:

Name: **John A. Gutierrez**

Title: **Director, Government Affairs
Comcast Cable**

Address: **3055 Triad Dr.
Livermore, CA 94551**

Phone (Business and mobile if any): **(925) 424-0164 (business)
(925) 336-1946 (mobile)**

Fax: **(925) 973-7104**

Email: **john_gutierrez@cable.comcast.com**

8. Attach as Appendix A the names and titles of the Applicant's principal officers.

The names and titles of each of the Applicant's principal officers are listed in Appendix A.

Build-Out Information

Answer questions 9 through 12 only if the Applicant or one of its Affiliates is a Telephone Corporation. Other Applicants should go to Question 13.

9. Does the Applicant alone or together with its Affiliates have more than 1,000,000 telephone customers in California?
 Yes No
10. Does the Video Service Area include areas outside of the Telephone Service Area of the Applicant and its Affiliates?
 Yes No
11. Is the Applicant primarily deploying fiber optic facilities to the customer's premise?
 Yes No
12. Excluding direct-to-home satellite, is Video Service currently offered by another Video Service Provider in the Video Service Area proposed in this Application?
 Yes No

Existing Local Cable or Video Franchise Holder Information

13. Does the Applicant alone or together with its Affiliates currently hold a local franchise, or has the Applicant held a local franchise in the Video Service Area in the last six months?
 Yes No

If "Yes," then download and complete the electronic template available at <http://www.cpuc.ca.gov/video/application>.

Video Service Area Information

14. Utilizing the template provided at <http://www.cpuc.ca.gov/video/application> (as applicable), provide a geographic description of the Video Service Area and input the expected date for the deployment of each Area in the Video Service Area. Please select the method by which the geographic description shall be detailed:
- A collection of U.S. Census Bureau Census Block Groups, or
 - If Applicant chooses "a," then download and complete the electronic template available at <http://www.cpuc.ca.gov/video/application>*

A geographic information system digital boundary meeting or exceeding national map accuracy standards.

- *If Applicant chooses "b," then submit the geographic information system digital boundary in digital format electronically to the Commission*

The information called for by Question 14 is provided in the Microsoft Excel document submitted contemporaneously with this Seventh Amended Application.

15. Socioeconomic status information of residents within the Video Service Area.
- *If applicable, the Applicant shall provide this information utilizing the templates available at <http://www.cpuc.ca.gov/video/application>.*
 - a. Provide the following baseline description of residents in the Video Service Area:
 - i. *Number of Households:* The number of Households in each Census Tract included in the Video Service Area. Utilize the most recent U.S. Census projections of households available as of January 1 of the year the Application is submitted to determine the number of Households.
 - ii. *Number of Low-Income Households:* The number of Low-Income Households in each Census Tract included in the Video Service Area. Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households.
 - b. Provide or attest in the attached Affidavit that Applicant shall provide, no later than 90 calendar days after the date of the Commission's issuance of a State Video Franchise to the Applicant, the following description of residents in the Video Service Area on a Census Tract Basis:
 - i. *Wireline Broadband:*
 1. The number of Households in each Census Tract to which the Company makes wireline Broadband available.
 2. The number of Households in each Census Tract that subscribe to wireline Broadband that the Company makes available.
 - ii. *Non-Wireline Broadband:*
 1. If the Company uses non-wireline technology to provide Broadband, specify the type(s) of technology used in each Census Tract.
 2. The number of customers in each Census Tract that subscribe to non-wireline Broadband that the Company makes available.
 3. Using geographic information system digital boundaries that meet or exceed national map accuracy standards, provide maps that delineate

(i) Census Tract boundaries and (ii) where the Company typically makes non-wireline Broadband available.

- iii. *Video service*: The number of Households in each Census Tract that are offered Access by the Company.
- iv. *Low-Income* (Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households): The number of Low-Income Households that are offered Access by the Company.

The information called for by Question 15 is provided in the Microsoft Excel document submitted contemporaneously with this Seventh Amended Application.

16. Socioeconomic status information of residents within the Telephone Service Area
- o *If applicable, the Applicant shall provide this information utilizing the templates available at <http://www.cpuc.ca.gov/video/application>.*
 - a. If the Applicant or any of its Affiliates is a Telephone Corporation, provide the following baseline description of residents in the Telephone Service Area:
 - i. *Number of Households*: The number of Households in each Census Tract included in the Telephone Service Area. Utilize the most recent U.S. Census projections of households available as of January 1 of the year the Application is submitted to determine the number of Households.
 - ii. *Number of Low-Income Households*: The number of Low-Income Households in each Census Tract included in the Telephone Service Area. Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households.
 - b. If the Applicant or any of its Affiliates is a Telephone Corporation, provide or attest in the attached Affidavit that Applicant shall provide, no later than 90 calendar days after the date of the Commission's issuance of a State Video Franchise to the Applicant, the following description of residents in the Telephone Service Area:
 - i. *Wireline Broadband*:
 - 1. The number of Households in each Census Tract to which the Company makes wireline Broadband available.
 - 2. The number of Households in each Census Tract that subscribe to wireline Broadband that the Company makes available.
 - ii. *Non-Wireline Broadband*:
 - 1. If the Company uses non-wireline technology to provide Broadband, specify the type(s) of technology used in each Census Tract.

2. The number of customers in each Census Tract that subscribe to non-wireline Broadband that the Company makes available.
 3. Using geographic information system digital boundaries that meet or exceed national map accuracy standards, provide maps that delineate (i) Census Tract boundaries and (ii) where the Company typically makes non-wireline Broadband available.
- iii. *Video service*: The number of Households in each Census Tract that are offered Access by the Company.
 - iv. *Low-Income* (Utilize the most recent U.S. Census projections of low-income households available as of January 1, 2007 to determine the number of Low-Income Households): The number of Low-Income Households that are offered Access by the Company.

The information called for by Question 16 is provided in the Microsoft Excel document submitted contemporaneously with this Seventh Amended Application.

17. If a consultant was used to compile the geographic description data, please provide the following:

Comcast compiled this data using its own internal resources, so this question is not applicable.

Consultant Company's Full Legal Name:

Address:

Phone:

Financial, Legal, and Technical Qualifications

18. Provide or attest in the attached Affidavit that Applicant shall provide a copy of a fully executed bond in the amount of \$100,000 per 20,000 households in the Video Service Area, with a \$100,000 minimum and a \$500,000 maximum per State Video Franchise Holder, to the Executive Director prior to initiating video service and no later than 5 business days after the date of the Commission's issuance of a State Video Franchise to the Applicant. The bond must list the Commission as obligee and be issued by a corporate surety authorized to transact a surety business in California.

In connection with Applicant's Original Application, a bond in the amount of \$500,000 was provided to the Commission. Pursuant to General Order 169, Section IV(A)(1)(a), only one bond per state video franchise holder is required. Applicant's \$500,000 bond remains in force, and that bond will apply to the amended state video franchise territory sought by this Seventh Amended Application.

Local Entity Contact Information

19. Utilizing the template provided at <http://www.cpuc.ca.gov/video/application>, the Applicant shall provide the contact name and information for a representative from each Local Entity within the Video Service Area.

The information called for by Question 19 is provided in the Microsoft Excel document submitted contemporaneously with this Seventh Amended Application.

Application Fee

20. Attach to this Application a check in the amount of \$2,000 made payable to the "California Public Utilities Commission."

No additional fee is required in connection with this Seventh Amended Application, as specified in General Order 169, Section VI(C).

Affidavit

21. Complete and submit the affidavit attached as Appendix B to this Application.

A completed Appendix B is attached hereto.

A COMPLETE APPLICATION MUST INCLUDE:

<input checked="" type="checkbox"/>	Completed Application form
<input checked="" type="checkbox"/>	CD(s) containing completed templates available on the Commission website
<input checked="" type="checkbox"/>	Appendix A: Applicant's Principal Officers
<input checked="" type="checkbox"/>	Appendix B: Affidavit
<input type="checkbox"/> N/A	Check in the amount of \$2,000

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Name	Title
Roberts, Brian L.	Chairman
Burke, Stephen B.	President
Dusto, Bradley P.	President - West Division
Connors, William	President - Midwest Division
Ridall, John	President - Southern Division
Doyle, Michael A.	President - Eastern Division
Casey, Kevin M.	President - North Central Division
Thurston, Charles W.	President – Spotlight
Stemper, William	President - Comcast Business Services
Alchin, John R.	Co-Chief Financial Officer
Alchin, John R.	Executive Vice President
Alchin, John R.	Treasurer
Angelakis, Michael J.	Co-Chief Financial Officer
Angelakis, Michael J.	Executive Vice President
Baer, Andrew	Chief Information Officer
Baer, Andrew	Senior Vice President
Lewis, Jr., Gerard J.	Chief Privacy Officer
Lewis, Jr., Gerard J.	Vice President - Content, Technology and Information
Lewis, Jr., Gerard J.	Deputy General Counsel
Werner, Tony G.	Chief Technology Officer
Werner, Tony G.	Executive Vice President
Cohen, David L.	Executive Vice President
Cohen, David L.	Assistant Secretary
Bond, Madison E.	Executive Vice President - Content Acquisition
Scott, David A.	Executive Vice President - Finance and Administration
Juliano, David A.	Executive Vice President - Marketing and Product Development
Schanz, John D.	Executive Vice President - National Engineering and Technology Operations
Watson, David N.	Executive Vice President – Operations
Block, Arthur R.	Senior Vice President
Block, Arthur R.	Assistant Treasurer
Block, Arthur R.	Secretary
Gaston, Douglas	Senior Vice President
Gaston, Douglas	General Counsel
Gaston, Douglas	Assistant Secretary

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Kiriacoulacos, Peter	Senior Vice President
Kiriacoulacos, Peter	Chief Procurement Officer
Pighini, Ernest A.	Senior Vice President
Pighini, Ernest A.	Controller
Salva, Lawrence J.	Senior Vice President
Oster, Henry M.	Senior Vice President - Ad Sales
Drain, John J.	Senior Vice President - Ad Sales Finance and Administration
Schlichting, Warren W.	Senior Vice President - Ad Sales New Business Development
Keenan, Suzanne L.	Senior Vice President - Cable Human Resources and Comcast University
Traver, Gary E.	Chief Operating Officer - Comcast Media Center
Traver, Gary E.	Senior Vice President - Comcast Media Center
Soehren, Martha S.	Senior Vice President - Comcast University
Gaiski, Jennifer T.	Senior Vice President - Content Acquisition
Singer, Allan R.	Senior Vice President - Content Acquisition
Pick, Robert S.	Senior Vice President - Corporate Development
Germano, Richard D.	Senior Vice President - Customer Operations
Waters, Celestine S.	Senior Vice President - Customer Service Operations
Dombroski, Raymond E.	Senior Vice President – Deployment
Hess, Mark E.	Senior Vice President - Digital Technology
Reynolds, Steven	Senior Vice President – Engineering
Hartz, Ronald J.	Senior Vice President – Finance
Palmer, Richard N.	Senior Vice President – Finance
Graffam, Fred A.	Senior Vice President - Finance and Accounting
Avgiris, Catherine	Senior Vice President - Finance and General Manager, Voice Services
Willard, Sheila R.	Senior Vice President - Government Affairs
Lillie, Charisse R.	Senior Vice President - Human Resources
Strahan, William	Senior Vice President - Human Resources Compensation and Benefits
Pucci, Gregory V.	Senior Vice President - Information Systems
Deacon, John T.	Senior Vice President - Information Technology
Nathan, Thomas R.	Senior Vice President - Legal and Regulatory Affairs
Nathan, Thomas R.	Deputy General Counsel
Nathan, Thomas R.	Assistant Secretary
Chiamulera, Paul T.	Senior Vice President – Marketing
Yu, Terry T.	Senior Vice President - Marketing and Product Development
Davis, Marvin O.	Senior Vice President - Marketing and Sales
Murray, Page	Senior Vice President - Marketing Support
Olander III, John	Senior Vice President - Network Services and Operations

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Leddy, John G.	Senior Vice President – Networking
Strauss, Matthew E.	Senior Vice President - New Media
Craddock, Steven C.	Senior Vice President - New Media Development
Bowling, J. Mitchell	Senior Vice President - Operations and General Manager, HSD Services
Celona, Raymond E.	Senior Vice President - Planning and Implementation
Herrin, Charles D.	Senior Vice President - Product Development and Portal Services
Butz, Gregory R.	Senior Vice President - Product Development and Operations Media Services
Tobin, James E.	Senior Vice President - Product Development Voice Services
Gasloli, Richard C.	Senior Vice President - Product Engineering
Muehl, Mark	Senior Vice President - Product Engineering
Hall, Dan	Senior Vice President - Product Strategy and Business Development
Biddle, Livingston L.	Senior Vice President - Real Estate Investments
Bouchard, Steven	Senior Vice President - Sales and Marketing
Faught, Robert K.	Senior Vice President - Retail Sales
Kilstrom, Catherine A.	Senior Vice President - Shared Services Customer Care
Dudkin, Greg	Senior Vice President - Technical Operations and Fulfillment
Heller, Neil A.	Senior Vice President - Testing and Quality Assurance
Kunkel, Gerard	Senior Vice President - User Interface
Nagel, Thomas F.	Senior Vice President - Wireless Services
Earnshaw, Brian W.	Vice President
Earnshaw, Brian W.	Controller
Nester, Timothy T.	Vice President
Nester, Timothy T.	Division Controller
Shelton, Kenneth	Vice President
Shelton, Kenneth	Controller
Sirota, Marc S.	Vice President
Sirota, Marc S.	Controller
Cuddihy, Kevin C.	Vice President - Ad Sales
Carroll, Jeffrey C.	Vice President and General Manager - Ad Sales
Carter, David C.	Vice President and General Manager - Ad Sales
Dickerson, Serena D.	Vice President and General Manager - Ad Sales
Flaim, Stephen D.	Vice President and General Manager - Ad Sales
Gallagher, James W.	Vice President and General Manager - Ad Sales
Heisinger, Peter B.	Vice President and General Manager - Ad Sales
Hills, Michael J.	Vice President and General Manager - Ad Sales
Kennedy, Kurt R.	Vice President and General Manager - Ad Sales
Mazzella, Edward J.	Vice President and General Manager - Ad Sales
Miller, Michael I.	Vice President and General Manager - Ad Sales

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Paligraf, Philip M.	Vice President and General Manager - Ad Sales
Stone, Jeffrey H.	Vice President and General Manager - Ad Sales
Petrizzio, Peter A.	Vice President - Ad Sales Engineering Operations
Holdsworth, Frederick W.	Vice President - Ad Sales Finance
Corcoran, Barry	Vice President - Ad Sales Finance and Accounting
Killelea, Grace A.	Vice President - Ad Sales Human Resources
Lins, Victoria B.	Vice President - Ad Sales Marketing and Communications
Woidke, Paul D.	Vice President - Ad Sales Technology
Duran, Tony	Vice President - Alternate Channel Sales
Kerekes, Diana Wechsler	Vice President - Broadband Content Acquisition
Beatty, Paul D.	Vice President - Business Applications
Henderson, Jr., James J.	Vice President - Business Development
Capocasale, Nancy	Vice President - Business Operations
Connell, Terrence	Vice President - Business Sales and Sales Operations
Connelly, Michael	Vice President - Business Strategy and Product Planning
Gorchow, Jonathan R.	Vice President - CN8 Original Programming and Creative Services
Thorell, Patricia M.	Vice President - Cash Management
Woundy, Richard	Vice President - Comcast Fellow
Dopp, Charles G.	Vice President - Comcast Newsmakers
Flaks, Steven F.	Vice President - Commercial Finance
Brown, David	Vice President - Commercial Sales
Erickson, James F.	Vice President - Commercial Sales
O'Toole, Kevin	Vice President - Commercial Sales
Ossentjuk, Karl A.	Vice President - Commercial Sales
Andrews, Bill	Vice President - Commercial Services
Goodbinder, Todd	Vice President - Commercial Services
Bacha, Beth	Vice President - Communications
Johnson, Andrew C.	Vice President - Communications
Parsons, Cynthia J.	Vice President - Communications
Sweeney, Terrence	Vice President - Competitive Services
Reynolds, Robert K.	Vice President - Cross Platform Provisioning Services
Byrne, William P.	Vice President - Customer Care
Gallanger, Cynthia A.	Vice President - Customer Care
Hartzell, Karen A.	Vice President - Customer Care
Kelly Johns, William	Vice President - Customer Care
Wuerdeman, John	Vice President - Customer Care
Edwards, Fidel	Vice President - Customer Service
Giammona, Loraine M.	Vice President - Customer Service
Horan, Robert B.	Vice President - Customer Service Development
Kelley, Heidi A.	Vice President - Customer Service Fulfillment

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Brasell, John A.	Vice President - Customer Service Learning and Development
Mullarkey, Timothy G.	Vice President - Customer Service Technology
Hill, Kelli	Vice President - Customer Support
Aron, Gary	Vice President - Data Center Management
Kenamer, Charlie	Vice President - Digital Engineering
Reichert, Jr., Harry J.	Vice President - Digital Television
Cook, Russel P.	Vice President - Employee and Labor Relations
MacMillan, Marie	Vice President - Employee Relations
Adams, Susan P.	Vice President – Engineering
Beauchamp, Lawrence C.	Vice President – Engineering
Cody, John J.	Vice President – Engineering
Falkenstein, Kenneth D.	Vice President – Engineering
Hall, Leland Wayne	Vice President – Engineering
Patterson, Christopher	Vice President – Engineering
Kirk, Dale	Vice President - Engineering and Technical Operations
Mason, Mike J.	Vice President - Engineering and Technical Operations
O'Hare, Patrick H.	Vice President - Engineering and Technical Operations
Taber, Steven C.	Vice President - Engineering and Technical Operations
Higgins, David J.	Vice President - Engineering and Transmission
Beacht, William	Vice President - Engineering Operations
McDonald, Patrick J.	Vice President - Engineering Operations
Yackulak, Sean C.	Vice President - Engineering Technology
Dordelman, William E.	Vice President – Finance
Dordelman, William E.	Assistant Treasurer
Mikalauskas, Kenneth	Vice President – Finance
Mikalauskas, Kenneth	Assistant Treasurer
White, Ashton	Vice President – Finance
Bryant, Sarah	Vice President - Finance and Accounting
Carney, James D.	Vice President - Finance and Accounting
Davis, Bruce A.	Vice President - Finance and Accounting
Kaplan, Bradley S.	Vice President - Finance and Accounting
Roundtree, Raymon	Vice President - Finance and Accounting
Sarason, Margaret W.	Vice President - Finance and Accounting
Desmond, Sharon T.	Vice President - Finance and Business Operations
Gaiski, Chris	Vice President - Finance and Business Operations
Rostick, Gary E.	Vice President - Finance Business Services
Borrows, Russ	Vice President - Finance Operations
DiTrollo, Joseph F.	Vice President - Financial Operations
Gribschaw, Andrew J.	Vice President - Financial Systems
Gibson, Paul R.	Vice President and General Manager
Guidrey, Robert M.	Vice President and General Manager

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Aragon, John	Vice President - Government Affairs
Holmes, Steven R.	Vice President - Government Affairs
Inouye, Sanford T.	Vice President - Government Affairs
Jacobs, Robert S.	Vice President - Government Affairs
Jones, Earle F.	Vice President - Government Affairs
Luppold, Deborah	Vice President - Government Affairs
Martinez, Gilbert	Vice President - Government Affairs
Munro, Karen	Vice President - Government Affairs
Perkins, Bret	Vice President - Government Affairs
Riordan, Lori	Vice President - Government Affairs
Smith, Robert F.	Vice President - Government Affairs
Sullivan, Kathleen	Vice President - Government Affairs
Turpen, Janet L.	Vice President - Government Affairs
Kettleson, William	Vice President - Government and Public Relations
Reilly, Mark E.	Vice President - Government and Public Relations
Breidinger, David R.	Vice President - Government and Regulatory Affairs
Cindric, Michael	Vice President - Human Resources
Johnston, Lindsay B.	Vice President - Human Resources
Lieurance, Elizabeth E.	Vice President - Human Resources
MacGowan, John	Vice President - Human Resources
Oreskes, Lawrence W.	Vice President - Human Resources
Phillips, Ronald	Vice President - Human Resources
Rullman, Chris W.	Vice President - Human Resources
Tolen, Margaret B.	Vice President - Human Resources
Seckinger, Carolyn	Vice President - Human Resources Administration
Penna, Melanie A.	Vice President - Human Resources Administration and HQ Operations
St. Jean, Kerri	Vice President - Human Resources and Organizational Effectiveness
Galeotafore, Dina A.	Vice President - Human Resources Field Operations
Pascale, Michael J.	Vice President - Human Resources Marketing and Product Development
Dahlin, Lysa	Vice President - Human Resources Nat'l Engineering and Technical Operations
Hoffmann, Thomas C.	Vice President - Implementation
Sims, Stephen R.	Vice President - Information Technology
Stipe, Rob	Vice President - Information Technology
Jensen, David A.	Vice President - International Programming
Tishgart, Barry	Vice President - Internet Services
Irwin, Robert C.	Vice President - IT Operations
Topping, Andrew C.	Vice President - Labor and Employment
Topping, Andrew C.	Deputy General Counsel

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Ward, Edward F.	Vice President - Labor Relations Field Operations
Mossor, Brian K.	Vice President - Leadership and Professional Development
Brodeth-Carrick, Lisa	Vice President - Learning and Development
Lofas, Jr., Lars I.	Vice President – Marketing
Lynch, Amy M.	Vice President – Marketing
Simonet, Carla A.	Vice President – Marketing
Watts, Mark L.	Vice President – Marketing
Smith, Jeffrey E.	Vice President - Marketing, Facilities and General Operations
Smith, Jeffrey E.	Deputy General Counsel
Waddell, John R.	Vice President - Marketing and Sales
McFadden, Suzanne	Vice President - Marketing HIS
Kreiling, Jay	Vice President - Marketing Operations
White, Thomas B.	Vice President - Marketing Voice
O'Reirdan, Michael J.	Vice President – Messaging
Vazirani-Helsel, Kavita	Vice President - Media Services
McMichael, Gregory A.	Vice President - National Customer Service, Technology
Ross, Michael	Vice President - National Systems Development
Hertz, Richard J.	Vice President - Network Cross Platform Services
Newman, William	Vice President - Network Operations
Hysell, William R.	Vice President - New Business
Heeb, Steven M.	Vice President - New Business Development
Sommer, Melanie	Vice President - New Products
Gaines, Karen L.	Vice President - New Products Support
Cerino, Charles L.	Vice President - New Services Technology
Brodsky, Debra G.	Vice President - Online Affiliate Relations
Caffrey, Christopher E.	Vice President - Online Sales
Abbott, Bruce D.	Vice President – Operations
Allison, Douglas Scott	Vice President – Operations
Calhoun, Albert F.	Vice President – Operations
Calloway, Scott	Vice President – Operations
Hoppes, Dana C.	Vice President – Operations
Kennedy, Terry W.	Vice President – Operations
Kistler, Ray	Vice President – Operations
Martinez, Ralph O.	Vice President – Operations
Nocitra, Michael J.	Vice President – Operations
Pearl, Henry	Vice President – Operations
Reinhold, Susan L.	Vice President – Operations
Sanders, Dave	Vice President – Operations
Taylor, Michael	Vice President – Operations
Villanueva, Cristina B.	Vice President – Operations
Yant, Trevor	Vice President – Operations

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APPLICANT'S PRINCIPAL OFFICERS

Airas, Maria	Vice President - Operations Management
Gasta, Mark R.	Vice President - Organizational Development
King, William K.	Vice President - Organizational Development
Dolan, Daniel M.	Vice President - Payroll and Accounts Payable
Colon, Wil	Vice President - Plant Performance
Caspar, Abigail	Vice President - Product Development
McCoskey, John S.	Vice President - Product Development
Cesar, Sherita	Vice President - Product Engineering, Planning and Strategy
Scilingo, Rebecca A.	Vice President - Product Integration and Deployment
Palmatier, Jonathan L.	Vice President - Product Strategy
Gurevitch, Jonathan	Vice President – Programming
Ortman, Michael V.	Vice President – Programming
Alexander, Jeffrey A.	Vice President - Public Relations
Baumgartner, Tracy	Vice President - Public Relations
Feddeman, Shawn	Vice President - Public Relations
Kipp, Steve	Vice President - Public Relations
Sepehrrad, Ramesh	Vice President - Quality Assurance and Risk
O'Brien, Gerald C.	Vice President - Real Estate
Simon, Loretta L.	Vice President - Real Estate
Tierney, Jr., John J.	Vice President - Regional/National Sales
Flechler, Kenneth N.	Vice President - Safety and Compliance
O'Leary, Mark	Vice President – Sales
Revell, William F.	Vice President – Sales
Geisel, Aaron	Vice President - Sales and Marketing
Mosher, William S.	Vice President - Sales and Marketing
Russell, Leslie E.	Vice President - Sales and Marketing
Calabro, Robert J.	Vice President - Sales and New Product Deployment
Strickland, Marshall H.	Vice President - Sales Operations
Solis, William	Vice President - Service Delivery Telephony
Cole, Bernard	Vice President - Service Fulfillment
Gage, Timothy	Vice President - State Government Affairs
Gibbs, John F.	Vice President - State Government Affairs
Finnegan, James	Vice President - Strategic Intellectual Property
Eng, David A.	Vice President - Systems Infrastructure
Athias, Franklyn A.	Vice President - Systems Technology
Backstrom, C. Stephen	Vice President – Taxation
Elswick, Lonnie	Vice President - Technical Operations and Engineering
Claxton, Dale K.	Vice President - Technical Operations
Jennings, Abraham	Vice President - Technical Operations
Massi, Richard	Vice President - Technical Operations
McArdle, Gary M.	Vice President - Technical Operations
Ness, Raymond	Vice President - Technical Operations

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APPLICANT'S PRINCIPAL OFFICERS

Tideman, Thomas T.	Vice President - Technical Operations
Williams, Donald F.	Vice President - Technical Operations
Hood, Brady G.	Vice President – Technicians
Williams, Gary P.	Vice President - Telephony Engineering
Attanasio, Rick	Vice President - Telephony Operations
Raugh, Ronald L.	Vice President - Telephony Operations
Hutchinson, Regina M.	Vice President - Training and Development
Botelho, Kenneth	Vice President - TV Network Operations
Vonk, John	Vice President - Video Marketing
Means, Melanie E.	Vice President - Video Product Development
Harrar, Derek T.	Vice President - Video Strategy
Gough, Cameron	Vice President - Voice Engineering
Davidson, T. M.	Vice President - Voice Services
Kowolenko, David J.	Vice President - Voice Services
Fortin, Mark C.	Division Chief Financial Officer
Fortin, Mark C.	Division Vice President – Finance
Fischer, Joseph	Division Senior Vice President – Competition
Ossowski, Jeffrey S.	Division Senior Vice President – Finance
Barrett, John C.	Division Senior Vice President - Finance and Administration
Wasser, Glenn R.	Division Senior Vice President - Sales and Marketing
Davis, Mark A.	Division Vice President - Engineering Technology
Griffin, Roger E.	Division Vice President - Communications and Community Affairs
Stevenson III, George V.	Division Vice President - Finance and Accounting
Stevenson III, George V.	Division Controller
Marte, Andrew	Division Vice President - Financial Planning and Analysis
Bordeleau, John M.	Division Vice President - Ad Sales
Kelly, David	Division Vice President - Ad Sales
Ozor, Jonathan L.	Division Vice President - Ad Sales
Stanley, Richard M.	Division Vice President - Ad Sales
Trombley, Roland	Division Vice President - Ad Sales
Donahue, Bill	Division Vice President – Compliance
Gabriel, Ana	Division Vice President - Corporate Affairs
Brown, Jeff	Division Vice President - Customer Care
Bomar, Deric J.	Division Vice President - Human Resources
Gapen, Donna F.	Division Vice President - Human Resources
Molinaro, Michael	Division Vice President - Human Resources/Labor Relations
Murphy, Dan	Division Vice President – Engineering
Slabaugh, David W.	Division Vice President – Engineering
Bricknell, Mark	Division Vice President - Information Technology
Zeigler, Sandie	Division Vice President - Learning and Development

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APPLICANT'S PRINCIPAL OFFICERS

Sargent, Chuck	Division Vice President – Marketing
McKelvey, Kerry	Division Vice President - Sales and Marketing
Collins, Timothy P.	Division Vice President - Engineering and Advanced Services
Brady, Michael	Division Vice President - Government and Regulatory Affairs
Binder, Scott H.	Regional Senior Vice President
Buhl, David V.	Regional Senior Vice President
Henninger, Curt L.	Regional Senior Vice President
Hossinger, Linda	Regional Senior Vice President
Reimer, Steven	Regional Senior Vice President
Robertson, William R.	Regional Senior Vice President
Rozek, Leonard J.	Regional Senior Vice President
Shatlock, Jr., Eugene P.	Regional Senior Vice President
Arnold, Gregory R.	Regional Senior Vice President – Operations
Gehrig, Barbara A.	Regional Senior Vice President – Operations
Lopez, Filemon	Regional Senior Vice President – Operations
Pendleton, Curtis	Regional Senior Vice President – Operations
Samaha, James	Regional Senior Vice President – Operations
Smith, Amy	Regional Senior Vice President – Operations
White, Steven A.	Regional Senior Vice President – Operations
Caudill, Virgil J.	Regional Vice President
Coughlin, Thomas	Regional Vice President
D'Arcangelo, Paul	Regional Vice President
Guthrie, Douglas	Regional Vice President
Hackley, Stephen L.	Regional Vice President
Mejia, Jairo E.	Regional Vice President
Speller, Tony A.	Regional Vice President
Waterfield, Gary	Regional Vice President
Wright, William G.	Regional Vice President
Wall, Stephen M.	Regional Vice President - Ad Sales
Woodworth, Kimberly	Regional Vice President - Ad Sales
Cona, Joe	Regional Vice President - Business Operations
Hagen, Barbara A.	Regional Vice President - Business Operations
Walz, June	Regional Vice President - Business Operations
Kinsley, Joan M.	Regional Vice President - Comcast Digital Voice
Miller, Damon	Regional Vice President - Commercial Services and Telephony
Ruggiero, Rich	Regional Vice President - Communications and Public Affairs
Cade, Cynthia	Regional Vice President - Customer Care
Jensen, Merlin	Regional Vice President - Customer Care

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Frazier, Jeff	Regional Vice President - Customer Operations
Cagney, Thomas	Regional Vice President - Customer Service
Notman, Katherine	Regional Vice President - Customer Service
Bibb, James	Regional Vice President – Engineering
Melter, Scott	Regional Vice President - Engineering and Technical Operations
Woolsey, Max	Regional Vice President - Engineering and Technical Operations
Croney, Steven T.	Regional Vice President - Finance and Accounting
Knowles, Peter	Regional Vice President - Finance and Accounting
Zimmerman, Ed	Regional Vice President - Finance and Accounting
Bethke, Kevin T.	Regional Vice President – Finance
Kenna, Brian	Regional Vice President – Finance
Kieltyka, Peter	Regional Vice President – Finance
Mobilia, Janice M.	Regional Vice President – Finance
Richardson, Brian	Regional Vice President – Finance
Williams, Cheryl	Regional Vice President – Finance
Fennell, Klay F.	Regional Vice President - Government and Community Affairs
Otero, Juan	Regional Vice President - Government and Corporate Affairs
Ferry, Bill	Regional Vice President - Government Affairs
Giles, Johnnie	Regional Vice President - Government Affairs
Roden, Kim	Regional Vice President - Government Affairs
Callahan, Samantha	Regional Vice President - Human Resources
Carpenter, Patti	Regional Vice President - Human Resources
Darst, Ardella F.	Regional Vice President - Human Resources
German, Daniel	Regional Vice President - Human Resources
Gillenwater, Steven C.	Regional Vice President - Human Resources
Gray, Angela	Regional Vice President - Human Resources
Harrison, Julie	Regional Vice President - Human Resources
Myers, John	Regional Vice President - Human Resources
Nelson, Sonya	Regional Vice President - Human Resources
Schilling, Lisa	Regional Vice President - Human Resources
Smith, Helen Miranda	Regional Vice President - Human Resources
Willower, Sue	Regional Vice President - Human Resources
Koger, Richard L.	Regional Vice President – IT
LaPat, Richard A.	Regional Vice President - Learning and Development
Goldman, Larry	Regional Vice President - Marketing and Sales
Goodman, Charles	Regional Vice President - Marketing and Sales
Lent, Anthony	Regional Vice President - Marketing and Sales
Brushett, Sean	Regional Vice President – Marketing
Danner, Jeffrey T.	Regional Vice President – Marketing

APPENDIX A

APPLICANT'S PRINCIPAL OFFICERS

Jackson, Marge	Regional Vice President – Marketing
Lucoff, David	Regional Vice President – Marketing
Schaefer, Eric A.	Regional Vice President – Marketing
Williams, David	Regional Vice President – Marketing
Rosaschi, John	Regional Vice President - New Business
Curtis, Robert	Regional Vice President - Technical Operations
Thomas, Steve	Regional Vice President - Technical Operations
Schubert, Mary Beth	Regional Vice President - Public Relations
Borst, Donald W.	Regional Vice President – Operations
Dvoskin, Steven L.	Regional Vice President – Operations
Hewitt, Michael C.	Regional Vice President – Operations
McMillan, Douglas M.	Regional Vice President – Operations
True, Lelia B.	Regional Vice President – Operations
Marchetti, Ed	Regional Vice President - Operations and Engineering
Alperin, Linda	Regional Vice President – Telephony
Harris, Andrew P.	Regional Vice President – Sales
Barden, Elaine T.	Regional Vice President - Sales and Marketing
Kozel, Nicholas	Regional Vice President - Sales and Marketing
Lang, Richard A.	Regional Vice President - Sales and Marketing
Pierce, Thomas J.	Regional Vice President - Sales and Marketing
Diers, David	Regional Vice President - Telephony Operations
Allen, Mark	Area Vice President
Ames, Jr., Sanford	Area Vice President
Buchanan, Daniel	Area Vice President
Casillo, Michael V.	Area Vice President
Cleland, Michael	Area Vice President
Commers, Jr., James	Area Vice President
Dale, Kirk F.	Area Vice President
Falter, Len	Area Vice President
Gauder, John	Area Vice President
Gulbransen, Shirley A.	Area Vice President
Jennings, Richard C.	Area Vice President
Kennedy, Robert	Area Vice President
McMullen, Anne	Area Vice President
Rhoades, Kenneth P.	Area Vice President
Schulz, Douglas M.	Area Vice President
Sullivan, Brian J.	Area Vice President
Taub, Keith D.	Area Vice President
Tenney, Scott	Area Vice President
Trueblood, Michael J.	Area Vice President
Weicher, Sandra L.	Area Vice President
Westerman, Scott	Area Vice President

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APPLICANT'S PRINCIPAL OFFICERS

Whitaker, Chris	Area Vice President
Williams, Navarra R.	Area Vice President
Williamson, Larry A.	Area Vice President
Stowell, Jeff	Area Vice President - Customer Care
Garcia, Eddie	Area Vice President - Government Affairs
Scarborough, Vic	Area Vice President – Marketing
Autry, Thomas P.	Area Vice President – Operations
Delviscio, John T.	Area Vice President – Operations
Dietrich, John M.	Area Vice President – Operations
Fitzhugh, Troy L.	Area Vice President – Operations
Fore, Henry R.	Area Vice President – Operations
Horn, Tim	Area Vice President – Operations
Lynch, Brian A.	Area Vice President – Operations
Moseley, Farrell D.	Area Vice President – Operations
Robinson, Marshall	Area Vice President – Operations
Dunbar, Jr., Edward H.	System Vice President/General Manager
Rosson, Ellen C.	System Vice President/General Manager
Shook, Geoff	System Vice President/General Manager
Watson, Bill	System Vice President/General Manager
Wilson, Michael	System Vice President - Government Affairs
Christopher, John R.	System Vice President – Operations
Colvin, Ronnie	System Vice President – Operations
Davenport, Mike	System Vice President – Operations
Daves, Mike	System Vice President – Operations
Dunkeson, Chris N.	System Vice President – Operations
Gillespie, Valerie L.	System Vice President – Operations
Morse, Janine W.	System Vice President – Operations
Pecora, Paul R.	System Vice President – Operations
Schweber, Lawrence	System Vice President – Operations
Seamon, Richard A.	System Vice President – Operations

APPENDIX B

AFFIDAVIT

STATE OF CALIFORNIA

COUNTY OF CONTRA COSTA

My name is Johnnie Giles. I am a Vice President of Government Affairs for Comcast Cable Communications Management, LLC. My personal knowledge of the facts stated herein has been derived from my employment with Comcast Cable Communications Management, LLC.

I swear or affirm that I have personal knowledge of the facts stated in this Application for a California State Video Franchise to provide Video Service, I am competent to testify to them, and I have the authority to make this Application on behalf of and to bind the Company.

I further swear or affirm that Comcast Cable Communications Management, LLC shall fulfill the following requirements:

1. Applicant has filed or will timely file with the Federal Communications Commission all forms required by the Federal Communications Commission before offering Video Service in this state.
2. Applicant agrees to comply with all lawful city, county, or city and county regulations regarding the time, place, and manner of using the public rights-of-way, including but not limited to, payment of applicable encroachment, permit, and inspection fees.
3. Applicant will concurrently deliver a copy of this Application to any Local Entity in the Video Service Area.
4. Applicant possesses the financial, legal, and technical qualifications necessary to construct and operate the proposed system and promptly repair any damage to the public rights-of-way caused by Applicant.
5. Applicant is not in violation of any final nonappealable order relating to either the Cable Television and Video Providers Customer Service and Information Act (California Public Utilities Code Article 3.5 (commencing with § 53054) of Chapter 1 of Part 1 of Division 2 of Title 5 of the Government Code) or the Video Customer Service Act (California Public Utilities Code Article 4.5 (commencing with § 53088) of Chapter 1 or Part 1 of Division 2 of Title 5 of the Government Code).
6. If it has not done so in the Application, Applicant shall provide the Commission, no later than 90 calendar days after the date of the Commission's issuance of a State Video Franchise to the Applicant, a complete description of residents' socioeconomic status information, as required by and detailed in Questions 14 and 15 of the Application.
7. In connection with its original application for a state video franchise, Applicant has already provided a copy of a fully executed bond in the amount of \$500,000 to the Executive Director. The bond lists the Commission as obligee and was issued by a corporate surety authorized to transact a surety business in California. No further bond is required in connection with this application for an amendment to Applicant's current franchise.

APPENDIX B

AFFIDAVIT

I further swear or affirm that Comcast Cable Communications Management, LLC agrees to comply with all federal and state statutes, rules, and regulations, including, but not limited to, the following:

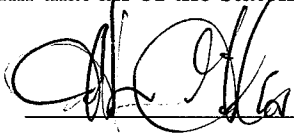
1. As provided in Public Utilities Code § 5890, Applicant will not discriminate in the provision of Video Service.
2. Applicant will abide by all applicable consumer protection laws and rules as provided in Public Utilities Code § 5900.
3. Applicant will remit the fee required by California Public Utilities Code § 5860(a) to the Local Entity.
4. Applicant will provide public, educational, and governmental access channels and the required funding as required by Public Utilities Code § 5870.
5. Applicant and any and all of its Affiliates' operations in California now and in the future shall be included for the purposes of applying Public Utilities Code §§ 5840, 5890, 5960, and 5940. Applicant specifically attests to the following:
 - a. Reporting Requirements: Either (i) Applicant or (ii) the parent company of Applicant shall produce Commission-mandated reports for and on behalf of Applicant and any and all of its Affiliates that operate in California. Only one report required pursuant to Public Utilities Code § 5960 shall be filed annually, such report to include all pertinent data for the Company.
 - b. Antidiscrimination:
 - i. If Applicant and its Affiliates together have more than 1,000,000 telephone customers in California, Applicant shall satisfy the build-out requirements set forth in Public Utilities Code § 5890(b) & (e).
 - ii. If Applicant and its Affiliates together have less than 1,000,000 telephone customers in California, Applicant shall satisfy any build-out requirements established pursuant in Public Utilities Code § 5890(c).
 - c. Cross-subsidization: If Applicant or its Affiliates provide stand-alone, residential, primary-line basic telephone service, Applicant shall refrain from using any increase of the rate of this service to finance the cost of deploying a network to provide video service.
 - d. "Affiliate," as referenced herein, means any company 5 per cent or more of whose outstanding securities are owned, controlled, or held with power to vote, directly or indirectly either by a state video franchise holder or any of its subsidiaries, or by that state video franchise holder's controlling corporation and/or any of its subsidiaries as well as any company in which the state video franchise holder, its controlling corporation, or any of the state video franchise holder's affiliates exert substantial control over the operation of the company and/or indirectly have substantial financial interests in the company exercised through means other than ownership.

APPENDIX B

AFFIDAVIT

- 6. Applicant shall fulfill all other requirements imposed by the Digital Infrastructure and Video Competition Act.
- 7. Comcast Cable Communications Management, LLC is a single identifiable entity that is qualified to do business in California and has verifiable assets. This entity shall accept service of process, either directly or through an agent, and submit to the jurisdiction of California courts.

I swear or affirm that all of the statements and representations made in this Application are true and correct.

 VP. GOVT. AFFAIRS
Signature and title

JOHNNIE GILES Vice President – Government Affairs
(Typed or printed name and title)

State of California

County of _____

Subscribed and sworn to (or affirmed) before me on this _____ day of

20_____, by, _____ personally known to me or

proved to me on the basis of satisfactory evidence to be the person(s) who appeared before me.

Seal _____

Signature _____

see attached acknowledgment

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

State of California

County of Alameda }

on February 24, 2009 before me, Mitzi Givens-Russell, Notary Public,
Date Here Insert Name and Title of the Officer

personally appeared Johnnie Dee Giles
Name(s) of Signer(s)

who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Signature [Handwritten Signature]
Signature of Notary Public



Place Notary Seal Above

OPTIONAL

Though the information below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent removal and reattachment of this form to another document.

Description of Attached Document

Title or Type of Document: Affidavit

Document Date: February 24, 2009 Number of Pages: _____

Signer(s) Other Than Named Above: N/A

Capacity(ies) Claimed by Signer(s)

Signer's Name: Johnnie Dee Giles

- Individual
- Corporate Officer — Title(s): VPOF Gov't Affairs
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____



Signer's Name: _____

- Individual
- Corporate Officer — Title(s): _____
- Partner — Limited General
- Attorney in Fact
- Trustee
- Guardian or Conservator
- Other: _____

Signer Is Representing: _____

