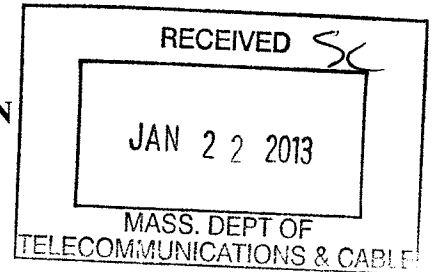


**Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554**



In the Matter of)
)
Charter Communications,)
on behalf of its subsidiaries and affiliates)
)
For Determination of Effective Competition in:)
Boylston, MA (MA0260))
Leicester, MA (MA0044))
Northbridge, MA (MA0180))
Paxton, MA (MA0304))
Spencer, MA (MA0043))

CSR No. _____

To: Office of the Secretary
Attn: Chief, Media Bureau

PETITION FOR SPECIAL RELIEF

Charter Communications, on behalf of its subsidiaries and affiliates (together “Charter” or the “Company”), pursuant to Sections 76.7 and 76.907 of the Commission’s rules,¹ requests that the Commission find that it faces “effective competition” in above-referenced Massachusetts franchise areas (the “Franchise Areas”).

The Communications Act of 1934, as amended (the “Act”), and the Commission’s rules provide that cable television rates may be regulated only in the absence of effective competition.² Cable operators are entitled to demonstrate that effective competition exists on a franchise-by-franchise basis.³ When a cable operator demonstrates that effective competition is present within a franchise area, cable rates in the affected area are no longer subject to regulation.⁴

¹ 47 C.F.R. §§ 76.7 and 76.907.

² 47 U.S.C. § 543(a)(2); 47 C.F.R. § 76.905(a).

³ 47 C.F.R. § 76.907.

⁴ *See Implementation of Sections of the Cable Television Consumer Protection and Competition Act of 1992, Rate Regulation*, 8 FCC Rcd. 5631, 5664-5665 (1993) (“Rate Order”).

Under the “competing provider” test set forth in Section 623(1)(1)(B) of the Act and Section 76.905(b)(2) of the Commission’s rules (the “Competing Provider Test”), a cable system will be deemed subject to effective competition if the franchise area is:

- (i) served by at least two unaffiliated multichannel video programming distributors, each of which offers comparable programming to at least 50 percent of the households in the franchise area; and
- (ii) the number of households subscribing to multichannel video programming other than the largest multichannel video programming distributor exceeds 15 percent of the households in the franchise area.⁵

As demonstrated below, the Competing Provider Test is satisfied in each of the five Franchise Areas – Boylston, Leicester, Northbridge, Paxton, and Spencer. Two unaffiliated MVPDs serve over 50 percent of the Franchise Areas’ households with comparable programming and the reported penetration rate for competing providers exceeds 15 percent in the Franchise Areas.

Accordingly, Charter requests that the Commission issue an order finding that the Company is subject to effective competition in these Franchise Areas under the Competing Provider Test.

⁵ 47. U.S.C. § 543(1)(1)(B)(i) and (ii); 47 C.F.R. § 76.905(b)(2)(i) and (ii).

I. More Than Two Unaffiliated MVPDs Offer Programming Comparable to Charter to Over 50 Percent of the Households in the Franchise Areas.

The first prong of the Competing Provider Test requires that a franchise area must be served by “at least two unaffiliated multichannel video programming distributors...”⁶ This requirement is easily satisfied, because the two major direct broadcast satellite providers (DirecTV, Inc. and Dish Network, Corp.) (“DBS Providers”) are unaffiliated with Charter and “offer” service to more than 50 percent of the households in Charter’s Franchise Areas.

Service of an MVPD will be deemed “offered” when it is both technically and actually available.⁷ The Commission has determined that DBS service is presumed to be “technically available” throughout the country due to its nationwide satellite footprint.⁸ Charter’s Franchise Areas are well within the satellite footprint of DirecTV and Dish Network. Thus, both DirecTV and Dish Network are “technically available” in the Franchise Areas.

DBS service is presumed to be “actually available” if households in a franchise area are made “reasonably aware” that the service is available.⁹ The Commission has stated that “a party may use evidence of penetration rates in the franchise area (the second prong of the competing provider test ...) coupled with the ubiquity of DBS services to show that consumers are

⁶ 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i). Section 602 of the Communications Act of 1934, as amended, defines “multichannel video programming distributors” to include cable operators, as well as DBS and MMDS providers. See 47 U.S.C. § 522(13).

⁷ *Rate Order*, ¶ 29.

⁸ See *MediaOne of Georgia, Inc.; Petition for Revocation of the Certification of Gwinnett County, Georgia*, 12 FCC Rcd. 19406, ¶ 5 n.16 (1997) (citing *Rate Order*, at 5660-5661).

⁹ See *Rate Order* at ¶ 32 (citations omitted). See also *Charter Communications – Fourteen North Carolina Communities*, 19 FCC Rcd. 7003, ¶ 4 (2004).

reasonably aware of the availability of DBS service.”¹⁰ The same reasoning applies here.

DirecTV and Dish Network are among the largest MVPDs in the nation.¹¹ With approximately 34 million subscribers nationwide,¹² comprising nearly 34 percent of all MVPD subscribers,¹³ ubiquitous advertising, and the substantial DBS penetration figures in the Franchise Areas, it is clear that consumers in the Franchise Areas are “reasonably” aware of the availability of DBS competitors.¹⁴ Accordingly, both DirecTV and Dish Network are presumed to be “actually

¹⁰ *Comcast Cable Communications, LLC Petition for Determination of Effective Competition in Various Michigan Communities*, 23 FCC Rcd. 9595, ¶ 5 (2008), citing *Mediacom Illinois LLC et al., Eleven Petitions for Determination of Effective Competition in Twenty-Two Local Franchise Areas in Illinois and Michigan*, 21 FCC Rcd. 1175 (2006) (“*Comcast – Various Michigan Communities*”). Thus, the Commission has not required the production of advertising to demonstrate that households in the franchise area are “reasonably aware” of the availability of DBS service. See *Bright House Networks, LLC Petition for Determination of Effective Competition (Lake Alfred and Dundee FL)*, 22 FCC Rcd. 4390, ¶ 6 (2007) (“Over more than ten years, we have made hundreds of findings that households in particular franchise areas are reasonably aware that they may purchase DBS services based on localized evidence. These accumulated showings amount to substantial evidence that households in all franchise areas are reasonably aware that they may purchase DBS services. In at least one earlier reported decision, we found households in a franchise area to be reasonably aware that they may purchase DBS service solely based on evidence of DBS's nationwide growth and local subscriptions, without reference to advertising or other promotion.”) (“*Bright House Networks – Florida*”).

¹¹ See *Annual Assessment of the Status of Competition in the Market for the Delivery of Video Programming (Fourteenth Order)*, 27 FCC Rcd. 8610, ¶ 31 (2012) (“*14th Report*”).

¹² See Press Release, DirecTV, *DirecTV Announces Second Quarter 2012 Results* (Aug. 2, 2012) (reporting that, as of June 30, 2012, DirecTV (US) had 19.91 million subscribers), available at <http://investor.directv.com/releasedetail.cfm?ReleaseID=697550>; Press Release, DISH Network, *DISH Network Reports Second Quarter 2012 Financial Results* (Aug. 8, 2012) (reporting that, as of June 30, 2011, Dish Network had approximately 14.061 million subscribers), available at <http://dish.client.shareholder.com/releasedetail.cfm?ReleaseID=699102>.

¹³ See *14th Report*, ¶ 31. See also Georg Szalai, *Pay TV Operators Added 300,000 Subscribers in Fourth Quarter*, The Hollywood Reporter, March 19, 2012 (citing SNL Kagan report of 100.31 million video subscribers by the end of 2011), available at <http://www.hollywoodreporter.com/news/pay-tv-operators-added-subscribers-fourth-quarter-snl-kagan-showtime-starz-hbo-301624>.

¹⁴ See, e.g., *Comcast – Various Michigan Communities*, ¶ 5; *Bright House Networks – Florida*, ¶ 6.

available” in the Franchise Areas, and are offered to over 50 percent of the households in the Franchise Areas.

The Competing Provider Test also requires that the programming offered by the competing provider must be “comparable” to the programming offered by the cable operator.¹⁵ The Commission’s rules define comparable programming as “at least 12 channels of video programming, including at least one channel of nonbroadcast service programming.”¹⁶ The Commission has repeatedly recognized that the DBS Providers offer comparable programming under the Commission’s Competing Provider Test.¹⁷ Each of the DBS Providers offer well over 100 video channels, most of which are non-broadcast services.¹⁸ And, as shown in the attached channel line-ups, Charter’s programming service offerings in the Franchise Areas are substantially similar to the DBS Providers’ programming services.¹⁹

Based on the above facts, Charter has satisfied the first prong of the Competing Provider Test.

II. The Competing DBS Providers Serve Greater Than 15 Percent of the Households In Charter’s Franchise Areas.

The second prong of the Competing Provider Test requires that the subscriber base of competing MVPDs, other than the largest MVPD, exceeds 15 percent of franchise area households.

¹⁵ See 47 U.S.C. § 543(1)(1)(B)(i); 47 C.F.R. § 76.905(b)(2)(i).

¹⁶ 47 C.F.R. § 76.905(g).

¹⁷ See, e.g., *Comcast Cablevision of Maryland, Inc., Petitions for Effective Competition*, 19 FCC Rcd. 7130, ¶ 4 (2004) (“We find that the programming of DBS providers satisfies the Commission’s program comparability criterion because DBS providers offer more than 12 channels of video programming, including more than one non-broadcast channel.”).

¹⁸ See Channel Line-ups of DirecTV and Dish Network, attached hereto as Exhibit 1.

¹⁹ See Charter Channel Line-up, attached hereto as Exhibit 2.

DBS Providers track their subscribers according to the zip codes where each subscriber resides, rather than by political jurisdiction. In this case, Charter relied on ZIP+4 codes associated with the Franchise Areas in order to determine the number of DBS subscribers within the Franchise Areas.²⁰ The Commission has previously accepted ZIP+4 codes as “reasonable and sufficiently reliable for purposes of determining the presence of effective competition,”²¹ and stated its preference for this approach.²²

To determine the relevant ZIP+4 codes for the Franchise Areas, Charter contacted SNL Kagan (“SNL,” formerly known as Media Business Corp.) SNL has developed a process to accurately identify the ZIP+4 codes that correspond with the political boundaries of a particular community. This process utilizes enhanced mapping software that correlates ZIP+4 codes with the U.S. Census Department’s “block group” level households. The “block group” measurement is the most precise Census tool available to measure households within a very small geographical area. With this software, SNL was able to identify the ZIP+4 codes that lie within the Franchise Areas.²³

Charter next provided all of the ZIP+4 codes for the Franchise Areas to the Satellite Broadcasting and Communication Association (“SBCA”). SBCA is the national trade

²⁰ In certain instances, the *entire* 5-digit ZIP code is located within a particular franchise area. In these situations, Charter used that standard 5-digit ZIP code, rather than the more detailed ZIP+4 analysis, as the additional detail would not provide any greater accuracy.

²¹ See *Cable One, Inc. Petition for Determination of Effective Competition in Pocatello, Idaho*, 18 FCC Rcd. 12792, ¶ 8 (2003), quoting *Falcon Cable Systems II, a California Limited Partnership, d/b/a Charter Communications Petition for Determination of Effective Competition in Twelve Oregon Cities*, 17 FCC Rcd. 4648 (2002).

²² See Public Notice, “Commission Announces New Standards for Showings of Effective Competition For Cable Service,” 23 FCC Rcd. 12067 (2008); Public Notice, “Commission Clarifies Standards for Evidence of Competing Provider Effective Competition for Cable Service,” 24 FCC Rcd. 8198 (2009).

²³ See Letter from SNL (explaining ZIP+4 methodology), attached hereto as Exhibit 3.

association representing the two major DBS Providers, and it has assumed the responsibility for compiling subscribership data and responding to data requests from cable operators and franchising authorities engaged in effective competition proceedings. The DBS subscriber numbers reported in the attached Effective Competition Tracking Reports (“ECTR”) from SBCA reflect the total DBS subscribers within the individual ZIP+4 codes associated with the Franchise Areas.²⁴

Finally, Charter compared the DBS subscribership figures reported by SBCA on a ZIP+4 basis with its own subscribership and confirmed that Charter’s own subscribership exceeds DBS subscribership in each of the Franchise Areas – Boylston, Leicester, Northbridge, Paxton and Spencer. Charter is the largest MVPD in these five Franchise Areas.

To determine whether DBS subscribership exceeds the statutorily mandated 15 percent threshold in the Franchise Areas, Charter compared the competing providers’ subscribership to the most recent U.S. Census occupied household unit figures for the communities.²⁵ This comparison yields the penetration rate for DBS Providers in the Franchise Areas.

As detailed in Exhibit 6, the subscriber rate for the DBS Providers in the Franchise Areas exceeds the 15 percent threshold required under Section 623(1)(1)(B) of the Act. Accordingly, Charter meets the second prong of the Competing Provider Test.

Because Charter meets both prongs of the Competing Provider Test in the Boylston, Leicester, Northbridge, Paxton and Spencer Franchise Areas, it faces effective competition in these Franchise Areas.

²⁴ See Exhibit 4 (providing total ZIP+4-based DBS subscribership and where applicable, standard five-digit ZIP code-based DBS subscribership for the Franchise Areas, as well as all ZIP+4 and five-digit ZIP code data relied on in the Petition).

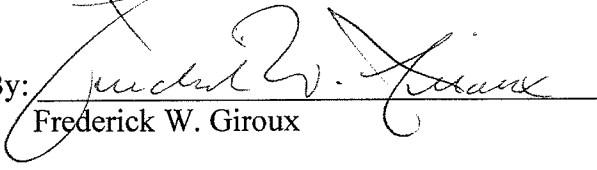
²⁵ 2010 Census Data household data figures are available at <http://factfinder2.census.gov>, the relevant pages of which are attached hereto as Exhibit 5.

CONCLUSION

Charter's cable systems are subject to effective competition in five Franchise Areas under the Competing Provider Test. Thus, effective competition existed in the Franchise Areas at least as of the filing date of this Petition. Based on the evidence presented herein, Charter respectfully requests that the Media Bureau issue an order acknowledging the presence of effective competition in the five Massachusetts Franchise Areas.

Respectfully submitted,

**Charter Communications,
on behalf of its subsidiaries and affiliates**

By: 

Frederick W. Giroux

Davis Wright Tremaine, LLP
1919 Pennsylvania Avenue, N.W., Suite 800
Washington, D.C. 20006
(202) 973-4200

January 16, 2013

Its Attorney

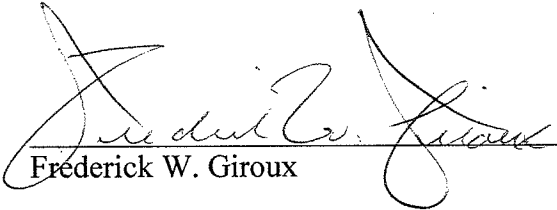
CERTIFICATION PURSUANT TO 47 C.F.R. § 76.6(a)(4)

The below-signed signatory has read the foregoing Petition for Special Relief, and to the best of my knowledge, information and belief formed after reasonable inquiry, it is well grounded in fact and is warranted by existing law or a good faith argument for the extension, modification or reversal of existing law; and is not interposed for any improper purpose.

Respectfully submitted,

**Charter Communications,
on behalf of its subsidiaries and affiliates**

By:


Frederick W. Giroux

Davis Wright Tremaine LLP
1919 Pennsylvania Avenue, N.W., Suite 800
Washington, DC 20006
(202) 973-4200

Its Attorney

January 16, 2013

DECLARATION OF DENISE WILLIAMS

I, Denise Williams, declare, under penalty of perjury that:

1. I am the Director of Regulatory Compliance for Charter Communications ("Charter"), and I am responsible for overseeing Charter's effective competition filings.
2. I have read the foregoing Petition for Special Relief ("Petition") and am familiar with the contents thereof and the matters referred to therein.
3. I have reviewed Charter's cable subscriber numbers for the Franchise Areas at issue in this Petition, as well as the DBS subscriber numbers provided by SBCA as described in the Petition. Of the Franchise Areas subject to the Competing Provider Test, Charter is the largest multichannel video programming provider in the Boylston, Leicester, Northbridge, Paxton and Spencer Franchise Areas.
4. The facts contained within the Petition are true and correct to the best of my knowledge, information and belief.

Date:

1/8/13

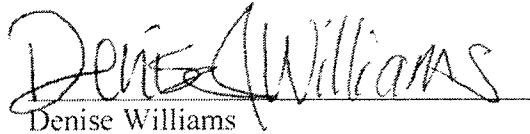

Denise Williams

EXHIBIT 1

THERE'S SOMETHING FOR EVERYONE

America's Top 120

A&E	A&E	HD	118
ABCFM	ABC Family	HD	180
AMC	AMC	HD	131
ALIVE	America Live		219
ANGEL	Angel One		262
ANGL2	Angel Two		266
AXS	AXS TV	HD	362
BUY1	Buy!		221
TOON	Cartoon Network (E) SAP	HD	176
TOONW	Cartoon Network (W)		177
CCTVE	CCTV-E		884
CCNEWS	CCTV-News		265
CHRCH	Church Channel		258
CMT	CMT	HD	168
CNBC	CNBC	HD	208
CNN	CNN	HD	200
COMDY	Comedy Central	HD	107
CSPN2	C-SPAN2		211
DYSTR	Daystar		263
DISC	Discovery Channel	HD	182
DISE	Disney Channel (E) SAP		172
DISW	Disney Channel (W)		173
DOC	Documentary Channel		197
EI	EI Entertainment Television	HD	114
ESPN	ESPN	HD	140
ESPN2	ESPN2	HD	144
ESNWS	ESPNWS		142
ESPNU	ESPNU		141
FOOD	Food Network	HD	110
FXNWS	FOX News Channel	HD	205
FUSE	Fuse		164
FX	FX SAP	HD	136
GEMS	Gems & Jewelry TV		229
HGTV	HGTV	HD	112
HIST	History	HD	120
HLN	HLN	HD	202
HRTV	HorseRacing TV		404
HSN	HSN		84
HSN2	HSN2		226
IFC	IFC		298
ICTV	In Country Television		230
INSP	Inspiration Network		269
ION	ION (E)		216
IONW	ION (W)		217
JTV	Jewelry Television		227
LIFE	Lifetime	HD	108
MALL	Mall		220
MTV	MTV	HD	160
MTV2	MTV2		161
NICK	Nick/Nick at Nite (E) SAP	HD	170
NICKW	Nick/Nick at Nite (W)		171
PRAYR	Prayer		256
QVC	QVC		137
REELZ	ReelzChannel SAP	HD	299
SALE	Sale		225
SHOP	shop		224
SHNBC	ShopNBC		228
SBN	SonLife Broadcasting Network		257
SPIKE	Spike TV	HD	168
SYFY	Syfy	HD	122
TBS	TBS SAP	HD	139
TLC	TLC	HD	183
TNT	TNT SAP	HD	138
TRV	Travel Channel		196
TVGAM	TV Game Network		405
TVGN	TV Guide Network		117
TVLND	TV Land		106
USA	USA SAP	HD	105
VH1	VH1	HD	162
TWC	Weather Channel	HD	214
WE	WE tv		128

SiriusXM Music Channels

Hopper 99

All other receivers 6002-6099

DishCD Music Channels

All receivers 950-981

America's Top 200

includes all of America's Top 120 and the channels listed below.

APL	Animal Planet	HD	184
BBCA	BBC America	HD	135
BET	BET	HD	124
BRAVO	Bravo	HD	129
CBSSN	CBS Sports Network		158
CURNT	Current TV	HD	215
DISXD	Disney XD SAP		174
FOXB	Fox Business Network	HD	206
G4	G4		191
GLVSN	Galavisión	HD	273
GOLF	Golf Channel	HD	401
GSN	GSN	HD	116
HLMRK	Hallmark Channel	HD	185
ID	Investigation Discovery	HD	192
LMN	Lifetime Movie Network	HD	109
MLBN	MLB Network	HD	152
MSNBC	msnbc	HD	209
NTGEO	National Geographic Channel	HD	186
NBATV	NBA TV	HD	156
NFL	NFL Network	HD	154
NHLN	NHL Network		157
NKJR	Nick Jr.		169
NUVO	nuvoTV		167
OVATN	Ovation		291
OWN	OWN: Oprah Winfrey Network	HD	189
OXYGN	Oxygen		127
RFTV	RFD-TV	HD	231
SCI	Science	HD	193
SOAP	SOAPnet		253
SPEED	SPEED	HD	150
STYLE	Style	HD	115
SUND	Sundance Channel		358
TNCK	TeenNick		181
FTRAE	TeleFutura (E) ¹		271
FTRAW	TeleFutura (W) ¹	HD	272
HUB	The Hub	HD	179
TRU	truTV	HD	204
TCM	Turner Classic Movies	HD	132
UNVSN	Univision (E)	HD	270
UNVSW	Univision (W)		828
UDEF	Univision Deportes Network		869
WGN	WGN America	HD	239

General Channels¹

BABY1	BabyFirstTV	9400
BLOCK	Blockbuster Studio Channel	102
BYUTV	BYUTV	9403
CTN	Christian Television Network	267
ARTS	Classic Arts Showcase	9406
CSPAN	C-SPAN	210
DN101	DISH 101	101
EARTH	DISH Earth	287
HOME	DishHOME (not available on Hopper)	100
ENLC	Enlace	9411
EWTN	Eternal Word Television SAP	261
PREVW	Free Preview Guide	103

Local Networks

2-70



Regional Sports Networks*

Hopper	412
All other receivers	409-437

HD - Channels are broadcast in SD and HD unless noted as **HD ONLY**.

To view channels broadcast in HD, you need an HD TV, a DISH HD receiver, and a DISH HD add-on package.

BOLD - Channels in bold are some of our most popular channels.

SAP - Spanish audio feed available. Audio disponible en español.

Available on select HD channels.

America's Top 250

includes all of America's Top 200 and the channels listed below.

BEIN	beIN Sport SAP		408
BIO	Blo	HD	119
BITV	Bloomberg Television	HD	203
BOOM	Boomerang SAP		175
CHILR	Chiller		199
CLOO	cloo		198
COOK	Cooking Channel	HD	113
AMERI	Destination America	HD	194
DIY	DIY	HD	111
ENCRW	Encore (W) SAP		341
EACTN	Encore Action		343
EDRAM	Encore Drama		345
EFAM	Encore Family		347
ELOVE	Encore Love		346
ESUSP	Encore Suspense		344
EWSTN	Encore Westerns		342
EPXDR	EPIX DRIVE-IN SAP		292
FOXMO	Fox Movie Channel		133
FSC	Fox Soccer Channel	HD	406
FUEL	FUEL TV		398
GMC	gmc		188
GAC	Great American Country (GAC)		165
H2	H2	HD	121
HMC	Hallmark Movie Channel	HD	187
MIL	Military Channel	HD	195
MPLX	MoviePlex		377
MUN2	mun2		838
NATGW	Nat Geo WILD	HD	190
NBCSP	NBC Sports Network	HD	159
NICKT	Nicktoons Network	HD	178
OTDCH	Outdoor Channel		396
RURAL	Rural TV		232
SPMAN	Sportsman Channel	HD	395
TENIS	Tennis Channel	HD	400
BLAZE	TheBlaze		212
TMC-W	The Movie Channel (W) SAP		329
VERIA	Veria	HD	218
VH1CL	VH1 Classic		163
DISH Music Channels			
All receivers			923-946

FSTV	Free Speech TV	9415
KBS	KBS World ¹	9394
KTV	Kids & Teens Television (KTV)	264
LINK	Link TV	9410
NASA	NASA	286
ONPPV	Pay-Per-View Guide	500
PNTGN	Pentagon	9405
TBN	TBN	260
IMPCT	The Impact Network	9397
3ABN	Three Angels Broadcasting Network	9393
VME	V-ME	846

Pay-Per-View

MOVIE	DISH Cinema	1
MOVIE	DISH Cinema	500-558
SPORT	Sports & Events	454-472

1. Channel availability based on one or more of the following: geographical location, time zone, programming package, dish antenna.

*Available with Multi-Sport Pack or a minimum of America's Top 120 Plus package.

Smart Pack

ALIVE	America Live	219
ANGEL	Angel One	262
ANGL2	Angel Two	266
APL	Animal Planet	184
BIO	Blo	119
BITV	Bloomberg Television	203
BOOM	Boomerang SAP	175
BUY1	Buy!	221
CBSSN	CBS Sports Network	158
CCTVE	CCTV-E	884
CCNEW	CCTV-News	265
COOK	Cooking Channel	113
CSPN2	C-SPAN2	211
DYSTR	Daystar	263
DIY	DIY	111
DOC	Documentary Channel	197
FOOD	Food Network	110
FXNWS	FOX News Channel	205
GEMS	Gems and Jewelry	229
GAC	Great American Country (GAC)	165
HLMRK	Hallmark Channel	185
HMC	Hallmark Movie Channel	187
HLN	HLN	202
HSN	HSN	84
HSN2	HSN2	226
ICTV	In Country Television	230
ID	Investigation Discovery	192
JTV	Jewelry Television	227
MALL	Mall	220
NICK	Nick/Nick at Nite (E) SAP	170
NICKW	Nick/Nick at Nite (W)	171
NICKT	Nicktoons Network	178
OTDCH	Outdoor Channel	396
QVC	QVC	137
RFTV	RFD-TV	231
SALE	Sale	225
SCI	Science	193
SHOP	shop	224
SHNBC	ShopNBC	228
HUB	The Hub	179
TVLND	TV Land	106
TWC	Weather Channel	214



dish

For the most up-to-date Channel Lineup Card, please visit mydish.com/channelcard.

dish CHANNELS AND PACKAGES

Premium Movie Packages

HBO

HBO-E	HBO (E) SAP	HD	300
HBO2E	HBO2 (E) SAP	HD	301
HBO5G	HBO Signature SAP	HD	302
HBO-W	HBO (W) SAP	HD	303
HBO2W	HBO2 (W) SAP		304
HBOFM	HBO Family SAP	HD	305
HBOCY	HBO Comedy SAP	HD	307
HBOZ	HBO Zone	HD ONLY	308
HBOLT	HBO Latino	HD	309

CINEMAX

MAX-E	Cinemax (E) SAP	HD	310
MAX-W	Cinemax (W) SAP	HD	311
MOMAX	MoreMAX SAP		312
ACMAX	ActionMAX SAP	HD	313
5-MAX	5StarMAX SAP	HD	314

SHOWTIME

SHO-E	Showtime (E) SAP	HD	318
SHO-W	Showtime (W) SAP	HD	319
SHOTO	Showtime 2 SAP	HD	320
SHOCS	Showtime Showcase SAP	HD	321
SHOEX	Showtime Extreme SAP		322
SBYND	Showtime Beyond SAP		323
TMC-E	The Movie Channel (E) SAP	HD	327
TMCXE	The Movie Channel xtra (E) SAP		328
FLIX	FLIX		333

STARZ

ENCOR	Encore (E) SAP	HD	340
STARZ	Starz (E) SAP	HD	350
STRZW	Starz (W) SAP	HD	351
SEDGE	Starz Edge SAP	HD	352
SCINE	Starz Cinema SAP		353
STZC	Starz Comedy	HD	354
SBLCK	Starz InBlack SAP		355
SK&FM	Starz Kids & Family SAP	HD	356

Mini-Packs

epix

EPIX1	EPIX 1 SAP	HD	380
EPIX2	EPIX 2 SAP	HD	381
EPIX3	EPIX 3 SAP	HD ONLY	382
EPXDR	EPIX DRIVE-IN SAP		292

encore Movie Pak

ENCRW	Encore (W) SAP		341
EACTN	Encore Action		343
EDRAM	Encore Drama		345
EFAM	Encore Family		347
ELOVE	Encore Love		346
ESUSP	Encore Suspense		344
EWSTN	Encore Westerns		342
MPLEX	MoviePlex		377

Mini-Packs

Blockbuster @Home

100,000 movies, shows and games by mail, thousands of titles streamed to your TV with an HD DVR connected to broadband Internet, 25,000 titles available on dishonline.com.

CTRC	Centric	HD ONLY	371
CI	Crime & Investigation	HD ONLY	368
ESUSP	Encore Suspense		344
EPIX1	EPIX SAP	HD	380
EPIX2	EPIX2 SAP		381
EPIX3	EPIX3 SAP	HD ONLY	382
HMC	Hallmark Movie Channel	HD	187
HDNMV	HDNet Movies	HD ONLY	383
INDIE	IndiePlex	HD ONLY	378
LOGO	LOGO	HD ONLY	373
MAVTV	MAVTV American Real HD	HD ONLY	361
MGM	MGM	HD ONLY	385
MPLEX	MoviePlex		377
PLDIA	Palladia	HD ONLY	369
PIXL	PixL SAP	HD	388
RETRO	RetroPlex	HD ONLY	379
SMC	Sony Movie Channel	HD ONLY	386
SCINE	Starz Cinema		353
UNIHD	Universal HD	HD ONLY	366
VLCTY	Velocity	HD ONLY	364
WFN	World Fishing Network		394

Heartland

BABY	Baby TV SAP		824
GMC	gmc		188
GSN	GSN	HD	116
HLMRK	Hallmark Channel	HD	185
HMC	Hallmark Movie Channel	HD	187
OWN	OWN: Oprah Winfrey Network	HD	189
PIXL	PixL SAP	HD	388
RFDTV	RFD-TV	HD	231
RURAL	Rural TV		232
HUB	The Hub	HD	179

Outdoor Sports

MAVTV	MAVTV American Real HD	HD ONLY	361
OTDCH	Outdoor Channel		396
SPMAN	Sportsman Channel	HD	395
WFN	World Fishing Network		394

Multi-Sport

BIG10	Big Ten Network	HD	439
ESPCL	ESPN Classic		143
FSC	Fox Soccer Channel	HD	406
FUEL	FUEL TV		398
MLBN	MLB Network	HD	152
MLBSZ	MLB Network Strike Zone	HD	153
NBATV	NBA TV	HD	156
NFL	NFL Network	HD	154
NFLRZ	NFL RedZone	HD	155
NHLN	NHL Network	HD	157
PAC12	Pac-12 Network	HD	413
USN	Universal Sports		402

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Boston, MA - ABC (WMUR)	SD	9
Boston, MA - CBS (WBZ)	SD HD	4
Boston, MA - CW (WLVI)	SD	56
Boston, MA - FOX (WFXT)	SD HD	25
Boston, MA - IND (WMFP)	SD	62
Boston, MA - IND (WSBK)	SD	38
Boston, MA - ION (WBPX)	SD	68
Boston, MA - MNT (WBIN)	SD	50
Boston, MA - NBC (WHDH)	SD HD	7
Boston, MA - PBS (WENH)	SD	11
Boston, MA - PBS (WGBH)	SD	2
Boston, MA - PBS (WGBX)	SD	44
Boston, MA - TELEF (WUTF)	SD	66
Boston, MA - TELEMUNDO (WNEU)	SD	60
Boston, MA - UNVSN (WUNI)	SD	27

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Ecuador TV	457	Univision (Este)	HD 402	V-me*	440	mun2	410
ONCE México*	447						

NATIONALS

3net (HD)	HD 107	Disney Channel	291	Investigation	285	ReelzChannel On	1238
A&E	265	(West)		Discovery (ID)		Demand	
ABC Family	HD 311	Disney Junior	HD 289	Jewelry Television	313	SOAPnet	262
AXSTV HD	HD 340	Channel		Jewish Life	366	Science Channel	HD 284
AXSTV HD On Demand	1340	Disney XD	HD 292	Television*		ShopNBC	316
American Movie	HD 254	Documentary Channel	267	Lifetime	HD 252	Speed Channel	HD 607
Classics (AMC)		E! Entertainment	HD 236	Lifetime Movie	253	Spike	HD 241
Animal Planet	HD 282	ESPN	HD 206	Network		Style	235
Audience Network	HD 239	ESPN 3D (HD)	HD 106	Lifetime Movie	1253	Style On Demand	1235
BBC America	HD 264	ESPN2	HD 209	Network On Demand		Syfy Channel	HD 244
BYU TV	374	ESPNEWS	HD 207	Lifetime On Demand	1252	TBS	HD 247
BabyFirstTV*	293	ESPNU	HD 208	LinkTV	375	TCT Network	377
Big Ten Network	HD 610	EWTN	370	Logo	272	TNT	HD 245
Biography Channel	HD 266	Enlace Christian	448	Logo On Demand	1272	TV Guide Network	273
Black Entertainment	HD 329	Television*		MHz WORLDVIEW*	2183	TV Land	304
Television (BET)		FUEL TV	HD 618	MLB Network	HD 213	TV Land On Demand	1304
Bloomberg Television	353	FX	HD 248	MLB Strike Zone HD	HD 719	TV One	328
Boomerang	298	Food Network	HD 231	MSNBC	HD 356	TeenNick	303
Bravo	HD 237	Fox Business Network	HD 359	MTV	HD 331	TeenNick On Demand	1303
CBS Sports Network	HD 613	Fox Movie Channel	258	MTV2	333	Tennis Channel	HD 217
CMT	HD 327	Fox News Channel	HD 360	Military Channel	287	The Learning Channel	HD 280
CNBC	HD 355	Free Speech TV*	348	NASA TV	346	The Sportsman	605
CNBC World	357	Fuse	339	NBA TV	HD 216	Channel - ELNUS	
CNN	HD 202	GEM NET (Global	2068	NBCS	HD 220	The Sportsman	HD 1605
CSPAN 1	350	Expansion Media		NFL Network	HD 212	Channel On Demand-	
CSPAN 2	351	Network)*		NHL Network	HD 215	ELNUS	
Cartoon Network	HD 296	GOD TV	365	NRB	378	The Word Network	373
(East)		GSN	233	Nat Geo WILD	HD 283	Travel Channel	HD 277
Cartoon Network	297	Galavision	404	National Geographic	HD 276	Trinity Broadcasting	372
(West)		Golden Eagle	363	Channel		Network (TBN)	
Centric	330	Broadcasting*		Nick Jr.	301	TruTV	HD 246
Chiller	257	Golf Channel	HD 218	Nick Jr. On Demand	1301	Turner Classic Movies	HD 256
Christian Television	376	Great American	326	Nick at Nite On	1801	(TCM)	
Network (CTN)		Country		Demand		USA Network	HD 242
Church Channel	371	H2	271	Nickelodeon (East)	HD 299	Universal Sports	625
Cinemoi	259	H2 On Demand	1271	Nickelodeon (West)	300	VH1	HD 335
Cloot	308	HITN*	438	Nickelodeon On	1300	VH1 Classic	337
Comedy Central	HD 249	Hallmark Channel	HD 312	Demand		Velocity	HD 281
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Current TV	358	History Channel	HD 269	OWN	279	Entertainment	
DIY Network	HD 230	Home & Garden	HD 229	Ovation	274	WGN America	HD 307
Daystar	369	Television (HGTV)		Oxygen	251	Weather Channel	HD 362
Destination America	HD 286	Home Shopping	240	PBS	0	World Harvest	367
Discovery Channel	HD 278	Network		PBS Kids Sprout	295	Television	
Discovery Fit &	261	Hope*	368	Pursuit Channel	604	belN	620
Health		Hub	294	QVC	275	gmc - Uplifting	338
Disney Channel (East)	HD 290	INSP	364	RFD TV	345	Entertainment	
		ION Television	HD 305	ReelzChannel	238	n3D	HD 103
		ION Television West	306				
		Independent Film	559				
		Channel (IFC)					

PREMIUMS

5STARMAX HD East	HD 520	ESPN Classic Sports	614	MoreMAX	HD 517	STARZ Kids & Family	HD 525
@MAX HD East	HD 523	FLIX ON DEMAND®	1557	Outdoor Channel	606	HD	
ActionMAX HD	HD 519	Flix	557	SHOWTIME	HD 545	STARZ® ON DEMAND	1527
Cinemax East	HD 515	Fox Soccer Channel	HD 619	SHOWTIME (West)	HD 546	Showtime Beyond HD	HD 550
						Showtime Next HD	HD 551

Cinemax West

 516

HBO (East)

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SHOWTIME 2

 547Showtime Women HD  552

PREMIUMS											
ENCORE (East)	HD	535	HBO (West)	HD	504	SHOWTIME Extreme	HD	549	Sundance Channel	558	
ENCORE (West)		536	HBO 2 (East)	HD	502	SHOWTIME ON DEMAND		1545	Sundance ON DEMAND	1558	
ENCORE Action		541	HBO 2 (West)		505	SHOWTIME Showcase	HD	548	THE MOVIE CHANNEL™ ON DEMAND	1554	
ENCORE Drama		540	HBO Comedy HD	HD	506	STARZ (East)	HD	527			
ENCORE Family		542	HBO Family (East)	HD	507	STARZ (West)	HD	528			
ENCORE Love		537	HBO Family (West)		508	STARZ Cinema HD	HD	531	TMC Xtra HD East	HD	556
ENCORE Suspense		539	HBO Latino	HD	511	STARZ Comedy HD	HD	526	TVG - The Interactive		602
ENCORE Westerns		538	HBO Signature	HD	503	STARZ Edge	HD	529	Horsereading Network		
ENCORE® ON DEMAND		1535	HBO Zone HD	HD	509	STARZ InBlack	HD	530	The Movie Channel (East)	HD	554
									The Movie Channel (West)		555
									ThrillerMAX HD	HD	522
									WMAX HD East	HD	521
REGIONAL SPORT NETWORKS											
Altitude Sports & Ent.	HD	681	FS Arizona	HD	686	FS South Plus	HD	647	ROOT SPORTS	HD	659
Altitude Sports	HD	682	FS Cincinnati	HD	661	FS South Plus (2)	HD	648	Pittsburgh		
Alternate 682			FS Detroit	HD	663	FS Southwest	HD	676	ROOT SPORTS Rocky Mountain	HD	683
CSN Bay Area	HD	696	FS Detroit Plus	HD	664	FS Southwest Plus	HD	677	Root Sports Northwest Alt.	HD	688
CSN Bay Area	HD	697	FS Florida	HD	654	FS West	HD	692	SportSouth		
Alternate 697			FS Florida Plus	HD	655	MASN 640	HD	640	SportSouth Plus	HD	649
CSN California	HD	698	FS Midwest	HD	671	MSG Plus 635	HD	635	SportsNet New York	HD	639
CSN California alt 699	HD	699	FS North	HD	668	Madison Square Garden 634	HD	634	639		
CSN Chicago Alt. #2		667	FS Ohio	HD	660	NESN 628	HD	628	SportsTime Ohio 662	HD	662
CSN MidAtlantic Alt.	HD	643	FS San Diego	HD	694	Prime Ticket 693	HD	693	Sun Sports	HD	653
CSN MidAtlantic 642	HD	642	FS South	HD	646	ROOT SPORTS Northwest	HD	687	Sun Sports Plus	HD	656
CSN New England 630	HD	630							Yankee Ent. & Sports (YES) 631	HD	631
Comcast SportsNet Chicago 665	HD	665									
SATELLITE RADIO											
SONICTAP: 60's Revolution		803	SONICTAP: College Rock		831	SONICTAP: Italian Bistro Blend		881	SONICTAP: Regional Mexican		873
SONICTAP: 70's Hits		804	SONICTAP: Dance		859	SONICTAP: Italian Contemporary		882	SONICTAP: Retro Disco		845
SONICTAP: 8-Tracks		840	SONICTAP: Familiar Favorites		880	SONICTAP: Jazz		852	SONICTAP: Rock en Espanol		878
SONICTAP: 80's Hits		805	SONICTAP: Fiesta Tropical		870	SONICTAP: Latin Hits		871	SONICTAP: Salsa		874
SONICTAP: 90's Hits		806	SONICTAP: Flashback/New Wave		839	SONICTAP: Latin Jazz		879	SONICTAP: Showtunes		823
SONICTAP: Adult Alternative		832	SONICTAP: Folk Rock		813	SONICTAP: Light Classical		866	SONICTAP: Silky Soul		843
SONICTAP: Adult Contemporary		821	SONICTAP: Full Metal Jacket		830	SONICTAP: Love Songs		819	SONICTAP: Silver Screen		822
SONICTAP: Alternative		834	SONICTAP: Gospel Glory		827	SONICTAP: Malt Shop Oldies		802	SONICTAP: Singer-Songwriters		836
SONICTAP: Bailamos!		869	SONICTAP: Great Standards		855	SONICTAP: Mariachi Blend		876	SONICTAP: Smooth Jazz		851
SONICTAP: Be-Tween		867	SONICTAP: Groove Lounge		824	SONICTAP: Metro		853	SONICTAP: Soft Hits		849
SONICTAP: Beautiful Instrumentals		820	SONICTAP: Hair Guitar		829	SONICTAP: Modern Country		814	SONICTAP: Spike		841
SONICTAP: Big Band/Swing		801	SONICTAP: Hallelujah		828	SONICTAP: Modern Workout		860	SONICTAP: SubTerranean		858
SONICTAP: Bluegrass		812	SONICTAP: Hit Country		809	SONICTAP: Musica De Las Americas		872	SONICTAP: Symphonic		864
SONICTAP: Blues		854	SONICTAP: Holidays & Happenings		815	SONICTAP: New Age Funk		856	SONICTAP: The Boombox		846
SONICTAP: Carnaval Brasileiro		877	SONICTAP: Honky Tonk Tavern		811	SONICTAP: Old School		844	SONICTAP: The Playground		868
SONICTAP: Classic Hits Blend		837	SONICTAP: Hot Jamz		825	SONICTAP: PUMP!		861	SONICTAP: The Spirit		826
SONICTAP: Classic Jazz Vocal Blend		850	SONICTAP: Hottest Hits		818	SONICTAP: Piano Bites		865	SONICTAP: Today's Hits		816
SONICTAP: Classic R&B		842	SONICTAP: Hurbano		875	SONICTAP: Rat Pack		807	SONICTAP: Traditional Country		808
SONICTAP: Classic Rock		833	SONICTAP: Hype		847	SONICTAP: Reality		838	SONICTAP: Tranquility		884
SONICTAP: Classic Rock Workout		862	SONICTAP: Ink'd		835	SONICTAP: Red, Rock and Blues		810	SONICTAP: Y2k Hits		817
SONICTAP: Coffeehouse Rock		848	SONICTAP: Irish		883	SONICTAP: Reggae		863	SONICTAP: Zen		857
LOCALS											

WBIN	HD 50	WENH (PBS)	HD 11	WHDH (NBC)	HD 7	WNEU (Telemundo)	HD 60
WBPX (ION)	68	WFXT (FOX)	HD 25	WLVI (CW)	HD 56	WSBK (MNT)	HD 38
WBZ (CBS)	HD 4	WGBH (PBS)	HD 2	WMFP	HD 62	WUNI (Univ)	HD 27
WCVB (ABC)	HD 5	WGBX (PBS)	HD 44	WMUR (ABC)	HD 9	WUTF (Telefutura)	HD 66

*The following channels require a special dish or equipment: MHz, GEM NET, Hope Channel, JLTv, Once, HITN, V-Me, Enlace, Golden Eagle Broadcasting, and Free Speech TV. Please call 1-800-531-5000 for more information.

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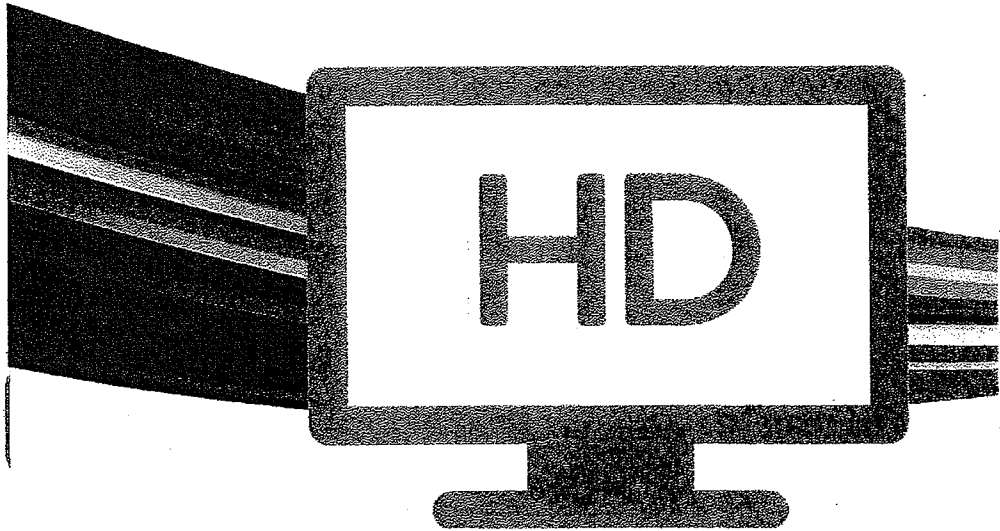
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Basic Service

2	WGBH (2) PBS Boston	153	WGBX-DT PBS Kids Boston*
3	Charter TV3 Worcester	170	TV Guide Network*
4	WBZ (4) CBS Boston	183	Shop NBC*
5	WCVB (5) ABC Boston	185	Jewelry TV*
6	WFXT (25) FOX Boston	220	WGBH-DT (2) PBS Boston*
7	WHDH (7) NBC Boston	221	WGBX-DT (44) PBS Boston*
8	WSBK (38) Boston	222	WGBX-DT PBS World Boston*
9	WLVI (56) CW Boston	223	WGBX-DT PBS Create Boston*
10	WJAR (10) NBC Providence	224	WYDN-DT (48) IND Worcester*
11	Access	225	WMFP-DT (62) IND Lawrence*
12	Access	226	WBIN-TV-DT (50) IND Derry, NH*
13	Access		
14	WYDN (48) IND Worcester	235	WCVB-DT MeTV Boston*
16	C-SPAN*	HD 780	WBXP-HD (68) ION Boston*
17	C-SPAN2*	HD 782	WGBH-HD (2) PBS Boston*
18	EWTN	HD 783	WBZ-HD (4) CBS Boston*
19	WUTF (66) Marlborough	784	QVC*
20	WBXP (68) ION Boston	HD 785	WCVB-HD (5) ABC Boston*
21	WGBX (44) PBS Boston	HD 786	WFXT-HD (25) FOX Boston*
22	HSN*	HD 787	WHDH-HD (7) NBC Boston*
23	Jewelry TV*	HD 788	WSBK-HD (38) Boston*
24	QVC*	HD 789	WLVI-HD (56) CW Boston*
25	WMFP (62) IND Lawrence	790	Charter TV3 Worcester**
26	WBIN-TV (50) IND Derry, NH	HD 791	WNEU-HD (60) TELEMUNDO Boston*
27	WUNI (27) UNI Boston	HD 792	WUNI-HD (27) UNI Boston*
95	INSP*	HD 793	WUTF-HD (66) Marlborough*
96	WNEU (60) TELEMUNDO Boston		

Expanded Service

28	Lifetime	50	ABC Family
29	Discovery Channel	51	Cartoon Network
30	FX	52	Nickelodeon
31	USA	53	Disney Channel
32	TNT	54	History
33	TBS	55	TLC
34	ESPN	56	Animal Planet
35	ESPN2	57	National Geographic
36	Comcast SportsNet	58	Travel Channel**
37	NESN	59	E!*
38	Golf Channel	60	Style**
39	SPEED Channel	61	HGTV
40	NBC Sports Network	62	Food Network
41	CNN	63	truTV
42	HLN	64	A&E
43	MSNBC	65	Turner Classic Movies
44	CNBC	66	AMC
45	FOX News Channel	67	Syfy
46	The Weather Channel	68	MTV
47	Spike TV	69	VH1**
48	TV Land	71	MTV2**
49	Comedy Central	77	NECN**

80	GSN**	HD 732	Food Network HD**
106	Disney XD**	HD 733	HGTV HD**
176	SOAPnet**	HD 734	A&E HD**
196	Oxygen**	HD 735	History HD**
197	Hallmark Channel**	HD 736	National Geographic HD**
200	LMN**	HD 737	Discovery Channel HD**
216	BET**	HD 738	Travel Channel HD**
340	Regional Sports Extra Games**	HD 740	Hallmark Channel HD**
341	Regional Sports Extra Games**	HD 743	USA HD**
346	MLB Network**	HD 744	TNT HD**
506	FLIX**	HD 745	TBS HD**
HD 701	LMN HD**	HD 746	FX HD**
HD 705	AMC HD**	HD 747	Oxygen HD**
HD 706	Turner Classic Movies HD**	HD 748	Lifetime HD**
HD 708	TV Land HD**	HD 751	E! HD**
HD 709	GSN HD**	HD 752	Style HD**
HD 711	MTV2 HD**	HD 753	Disney Channel HD**
HD 712	MTV HD**	HD 754	Disney XD HD**
HD 713	VH1 HD**	HD 756	Cartoon Network HD**
HD 714	BET HD**	HD 757	Nickelodeon HD**
HD 717	Comedy Central HD**	HD 758	ABC Family HD**
HD 719	Spike TV HD**	HD 760	Regional Sports Extra Games HD**
HD 720	Syfy HD**	HD 763	SPEED Channel HD**
HD 721	truTV HD**	HD 766	MLB Network HD**
HD 723	CNBC HD**	HD 767	NBC Sports Network HD**
HD 725	The Weather Channel HD**	HD 768	Golf Channel HD**
HD 726	FOX News Channel HD**	HD 770	Comcast SportsNet HD**
HD 727	MSNBC HD**	HD 771	ESPN2 HD**
HD 728	CNN HD**	HD 773	ESPN HD**
HD 729	HLN HD**	HD 774	NESN HD**
HD 730	Animal Planet HD**		
HD 731	TLC HD**		

Charter TV Select**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD
301	OWN		

Charter TV Silver**

Charter TV Gold**

Digital Home**

Digi Tier 1**

101 Catholic TV	214 CMT
102 Destination America	217 mun2
104 Cooking Channel	298 FOX Business Network
105 DIY Network	300 Science
107 The Hub	302 Military Channel
108 Nick 2	303 Investigation Discovery
109 Nick Jr.	304 BBC America
110 TeenNick	305 ABC News NOW
111 Nicktoons	306 BIO
112 Sprout	307 H2
173 ReelzChannel	310 ESPNU
195 Lifetime Real Women	316 G4
198 Bravo	317 Fuel TV
199 FOX Movie Channel	320 TVG
201 WE tv	347 NFL Network
202 IFC	650 Logo
203 Sundance Channel	HD 702 Bravo HD
204 Fuse	HD 703 IFC HD
205 mtvU	HD 710 Fuse HD
206 Tr3s	HD 715 Science HD
207 MTV Jams	HD 718 CMT HD
208 MTV Hits	HD 724 Investigation Discovery HD
209 VH1 Classic	HD 739 H2 HD
210 VH1 Soul	HD 750 WE tv HD
211 Centric	HD 762 NFL Network HD
212 CMT Pure Country	HD 772 ESPNU HD
213 GAC	

Digi Tier 2 (with subscription to Charter TV Select, Silver or Gold)**

130 Boomerang	215 gmc
175 Ovation	

Digital View & Digital View Plus** (with subscription to Charter TV or Digital Home)**

101 Catholic TV	198 Bravo
102 Destination America	199 FOX Movie Channel
104 Cooking Channel	201 WE tv
105 DIY Network	202 IFC
107 The Hub	203 Sundance Channel
108 Nick 2	204 Fuse
109 Nick Jr.	205 mtvU
110 TeenNick	206 Tr3s
111 Nicktoons	207 MTV Jams
112 Sprout	208 MTV Hits
130 Boomerang	209 VH1 Classic
173 ReelzChannel	210 VH1 Soul
175 Ovation	211 Centric
194 Hallmark Movie Channel	212 CMT Pure Country
195 Lifetime Real Women	213 GAC

214 CMT
215 gmc
217 mun2
298 FOX Business Network
299 Bloomberg Television
300 Science
301 OWN
302 Military Channel
303 Investigation Discovery
304 BBC America
305 ABC News NOW
306 BIO
307 H2
310 ESPNU
316 G4
317 Fuel TV

320 TVG
347 NFL Network
650 Logo
HD 702 Bravo HD
HD 703 IFC HD
HD 707 Hallmark Movie Channel HD
HD 710 Fuse HD
HD 715 Science HD
HD 718 CMT HD
HD 724 Investigation Discovery HD
HD 739 H2 HD
HD 749 OWN HD
HD 750 WE tv HD
HD 762 NFL Network HD
HD 772 ESPNU HD

HD Ultra View

HD 795 Universal HD	HD 797 Smithsonian
HD 796 Velocity	HD 798 Palladia

Sports View**

308 ESPNNews	322 WFN
309 ESPN Classic	323 Outdoor Channel
310 ESPNU	324 Sportsman Channel
311 FOX College Sports - Atlantic	325 Discovery Fit & Health
312 FOX College Sports - Central	327 HRTV
313 FOX College Sports - Pacific	329 Mav TV
314 FOX Deportes	335 BTN
315 FOX Soccer	345 NHL Network
317 Fuel TV	347 NFL Network
318 CBS Sports Network	348 NFL RedZone
319 Tennis Channel	HD 761 NFL RedZone HD
320 TVG	HD 762 NFL Network HD
	HD 764 BTN HD
	HD 765 Tennis Channel HD
	HD 772 ESPNU HD

HBO**

1 HBO On Demand	406 HBO Zone
400 HBO	408 HBO Latino
401 HBO 2	HD 652 HBO 2 HD
402 HBO Signature	HD 653 HBO Signature HD
403 HBO Family	HD 654 HBO Family HD
404 HBO Comedy	HD 777 HBO HD

Cinemax**

1 Cinemax On Demand	452 ActionMax
450 Cinemax	453 ThrillerMax
451 MoreMax	454 WMAX

455 @MAX
456 OuterMAX
457 5 StarMAX

HD 697 MoreMax HD
HD 698 ActionMax HD
HD 779 Cinemax HD

Showtime

1 Showtime On Demand	504 Showtime Beyond
500 Showtime	HD 677 Showtime Extreme HD
501 Showtime Too	HD 678 SHO Showcase HD
502 Showtime Showcase	HD 679 Showtime Too HD
503 Showtime Extreme	HD 778 Showtime HD

TMC

1 TMC On Demand	HD 655 The Movie Channel Xtra HD
550 TMC	HD 775 TMC HD
551 The Movie Channel Xtra	

Starz

1 Starz On Demand	HD 664 Starz Cinema HD
600 Starz	HD 665 Starz Kids & Family HD
601 Starz In Black	HD 667 Starz In Black HD
602 Starz Kids & Family	HD 776 Starz HD
603 Starz Cinema	

Encore

630 Encore	634 Encore Drama
631 Encore Love	635 Encore Westerns
632 Encore Action	HD 672 Encore HD
633 Encore Suspense	

EPIX

1 EPIX On Demand	HD 704 EPIX HD
490 EPIX	

International Premiums

375 Zee TV

Charter Pay-Per-View & OnDemand

1 Charter On Demand	2468 Here! On Demand
350-363 NHL Center Ice/MLB Extra Innings	2469 WWE Classics On Demand
HD 769 HD Pay-Per-View	2470 Too Much For TV On Demand
800 Pay-Per-View Highlights	2472 Karaoke On Demand
801-807 IN DEMAND 1-7	2473 Anime Network On Demand
894-899 Adult Programming	2478 Disney Family Movies On Demand
2465 FUNimation On Demand	
2467 Howard TV On Demand	

Go to Charter On Demand - Channel 1 for a library of 10,000+ hit movies and shows ready to watch when you want.

To see what's playing, go to charter.net/ondemand.

Rates for transactional movies, adult programming & events vary. Please see your interactive program guide for title-specific pricing prior to ordering or call 1-888-GET CHARTER.

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Digital Music

903 Hit List	926 Solid Gold Oldies
904 Hip-Hop and R&B	927 Party Favorites
905 MCU	928 Stage & Screen
906 Dance/Electronica	929 Kidz Only!
907 Rap	930 Toddler Tunes
908 Hip-Hop Classics	931 Today's Country
909 Throwback Jamz	932 True Country
910 R&B Classics	933 Classic Country
911 R&B Soul	934 Contemporary Christian
912 Gospel	935 Sounds of the Seasons
913 Reggae	936 Soundscapes
914 Classic Rock	937 Smooth Jazz
915 Retro Rock	938 Jazz
916 Rock	939 Blues
917 Metal	940 Singers & Swing
918 Alternative	941 Easy Listening
919 Classic Alternative	942 Classical Masterpieces
920 Adult Alternative	943 Light Classical
921 Soft Rock	944 Musica Urbana
922 Pop Hits	945 Pop Latino
923 90's	946 Tropicales
924 80's	947 Mexicana
925 70's	948 Romances

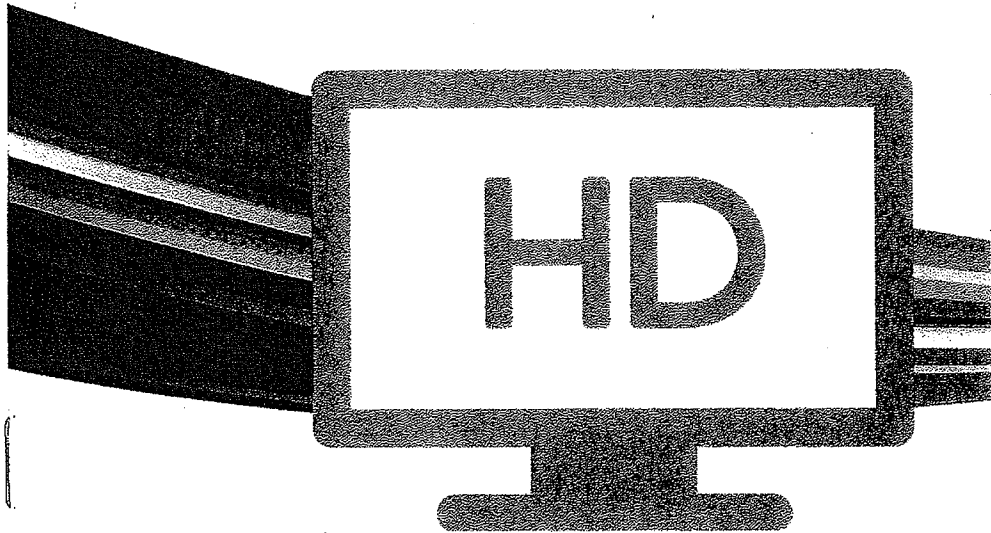
All music is uncensored and may contain lyrics that may not be appropriate for all listeners.

Charter TV®
Residential Channel Lineup
Leicester

Effective July 2012

Your entertainment guide.

- Browse channels by package, theme or numerical listing
- Including special interest tiers, premium channels and more!
- See it all online at charter.com › find it fast › channel lineup



Basic Service

2	WGBH (2) PBS Boston	96	WNEU (60) TELEMUNDO Boston
3	Charter TV3 Worcester	153	WGBX-DT PBS Kids Boston*
4	WBZ (4) CBS Boston	170	TV Guide Network*
5	WCVB (5) ABC Boston	183	Shop NBC*
6	WFXT (25) FOX Boston	185	Jewelry TV*
7	WHDH (7) NBC Boston	220	WGBH-DT (2) PBS Boston*
8	WSBK (38) Boston	221	WGBX-DT (44) PBS Boston*
9	WLVI (56) CW Boston	222	WGBX-DT PBS World Boston*
10	WJAR (10) NBC Providence	223	WGBX-DT PBS Create Boston*
11	Educational Access	224	WYDN-DT (48) IND Worcester*
12	Government Access	225	WMFP-DT (62) IND Lawrence*
13	Public Access	226	WBIN-TV-DT (50) IND Derry, NH*
14	WYDN (48) IND Worcester	HD 780	WBPX-HD (68) ION Boston*
15	WGGB (40) ABC Springfield	HD 782	WGBH-HD (2) PBS Boston*
16	C-SPAN*	HD 783	WBZ-HD (4) CBS Boston*
17	C-SPAN2*	784	QVC*
18	EWTN NEW LOC	HD 785	WCVB-HD (5) ABC Boston*
19	WUTF (66) Marlborough	HD 786	WFXT-HD (25) FOX Boston*
20	WBPX (68) ION Boston	HD 787	WHDH-HD (7) NBC Boston*
21	WGBX (44) PBS Boston	HD 788	WSBK-HD (38) Boston*
22	HSN*	HD 789	WLVI-HD (56) CW Boston*
23	Jewelry TV*	790	Charter TV3 Worcester**
24	QVC*	HD 791	WNEU-HD (60) TELEMUNDO Boston*
25	WMFP (62) IND Lawrence	HD 792	WUNI-HD (27) UNI Boston*
26	WBIN-TV (50) IND Derry, NH	HD 793	WUTF-HD (66) Marlborough*
27	WUNI (27) UNI Boston		
95	INSP* NEW LOC		

Expanded Service

28	Lifetime	50	ABC Family
29	Discovery Channel NEW LOC	51	Cartoon Network
30	FX	52	Nickelodeon
31	USA	53	Disney Channel
32	TNT	54	History
33	TBS	55	TLC
34	ESPN	56	Animal Planet
35	ESPN2	57	National Geographic
36	Comcast SportsNet	58	Travel Channel**
37	NESN	59	E! NEW LOC
38	Golf Channel	60	Style**
39	SPEED Channel	61	HGTV
40	NBC Sports Network	62	Food Network
41	CNN	63	truTV
42	HLN	64	A&E
43	MSNBC	65	Turner Classic Movies
44	CNBC	66	AMC
45	FOX News Channel	67	Syfy
46	The Weather Channel	68	MTV
47	Spike TV	69	VH1**
48	TV Land	70	BET
49	Comedy Central	71	MTV2**

77	NECN**	HD 731	TLC HD**
80	GSN**	HD 732	Food Network HD**
106	Disney XD**	HD 733	HGTV HD**
176	SOAPnet**	HD 734	A&E HD**
196	Oxygen**	HD 735	History HD**
197	Hallmark Channel**	HD 736	National Geographic HD**
200	LMN**	HD 737	Discovery Channel HD**
340	Regional Sports Extra Games**	HD 738	Travel Channel HD**
341	Regional Sports Extra Games**	HD 740	Hallmark Channel HD** NEW
346	MLB Network**	HD 743	USA HD**
506	FLIX**	HD 744	TNT HD**
HD 701	LMN HD** NEW	HD 745	TBS HD**
HD 705	AMC HD**	HD 746	FX HD**
HD 706	Turner Classic Movies HD** NEW	HD 747	Oxygen HD** NEW
HD 708	TV Land HD** NEW	HD 748	Lifetime HD**
HD 709	GSN HD** NEW	HD 751	E! HD** NEW
HD 711	MTV2 HD** NEW	HD 752	Style HD** NEW
HD 712	MTV HD**	HD 753	Disney Channel HD**
HD 713	VH1 HD** NEW	HD 754	Disney XD HD** NEW
HD 714	BET HD** NEW	HD 756	Cartoon Network HD**
HD 717	Comedy Central HD**	HD 757	Nickelodeon HD**
HD 719	Spike TV HD** NEW	HD 758	ABC Family HD**
HD 720	Syfy HD**	HD 760	Regional Sports Extra Games HD**
HD 721	truTV HD** NEW	HD 763	SPEED Channel HD**
HD 723	CNBC HD**	HD 766	MLB Network HD**
HD 725	The Weather Channel HD**	HD 767	NBC Sports Network HD**
HD 726	FOX News Channel HD**	HD 768	Golf Channel HD**
HD 727	MSNBC HD** NEW	HD 770	Comcast SportsNet HD**
HD 728	CNN HD**	HD 771	ESPN2 HD**
HD 729	HLN HD** NEW	HD 773	ESPN HD**
HD 730	Animal Planet HD**	HD 774	NESN HD**

Charter TV Select**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD NEW
301	OWN		

Charter TV Silver**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD NEW
301	OWN		

Charter TV Gold**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD NEW
301	OWN		

Digital Home**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD NEW
301	OWN		

Digi Tier 1**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD NEW
301	OWN		

101	Catholic TV	214	CMT
102	Destination America	217	mun2
104	Cooking Channel	298	FOX Business Network
105	DIY Network	300	Science
107	The Hub	302	Military Channel
108	Nick 2	303	Investigation Discovery
109	Nick Jr.	304	BBC America
110	TeenNick	305	ABC News NOW
111	Nicktoons	306	BIO
112	Sprout	307	H2
173	ReelzChannel	310	ESPNU
195	Lifetime Real Women	316	G4
198	Bravo	317	Fuel TV
199	FOX Movie Channel	320	TVG
201	WE tv	347	NFL Network
202	IFC	650	Logo
203	Sundance Channel	HD 702	Bravo HD
204	Fuse	HD 703	IFC HD
205	mtvU	HD 710	Fuse HD
206	Tr3s	HD 715	Science HD
207	MTV Jams	HD 718	CMT HD [NEW]
208	MTV Hits	HD 724	Investigation Discovery HD [NEW]
209	VH1 Classic	HD 739	H2 HD [NEW]
210	VH1 Soul	HD 750	WE tv HD
211	Centric	HD 762	NFL Network HD
212	CMT Pure Country	HD 772	ESPNU HD [NEW]
213	GAC		

Digi Tier 2 (with subscription to Charter TV Select, Silver or Gold)**

130	Boomerang	215	gmc
175	Ovation		

Digital View** & Digital View Plus** (with subscription to Charter TV or Digital Home)

101	Catholic TV	202	IFC
102	Destination America	203	Sundance Channel
104	Cooking Channel	204	Fuse
105	DIY Network	205	mtvU
107	The Hub	206	Tr3s
108	Nick 2	207	MTV Jams
109	Nick Jr.	208	MTV Hits
110	TeenNick	209	VH1 Classic
111	Nicktoons	210	VH1 Soul
112	Sprout	211	Centric
130	Boomerang	212	CMT Pure Country
173	ReelzChannel	213	GAC
175	Ovation	214	CMT
194	Hallmark Movie Channel	215	gmc
195	Lifetime Real Women	217	mun2
198	Bravo	298	FOX Business Network
199	FOX Movie Channel	299	Bloomberg Television
201	WE tv	300	Science

301	OWN
302	Military Channel
303	Investigation Discovery
304	BBC America
305	ABC News NOW
306	BIO
307	H2
310	ESPNU
316	G4
317	Fuel TV
320	TVG
347	NFL Network
650	Logo

HD Ultra View**

HD 795	Universal HD	HD 797	Smithsonian
HD 796	Velocity	HD 798	Palladia

Sports View**

308	ESPNews	324	Sportsman Channel
309	ESPN Classic	325	Discovery Fit & Health
310	ESPNU	327	HRTV
311	FOX College Sports - Atlantic	329	Mav TV
312	FOX College Sports - Central	335	BTN
313	FOX College Sports - Pacific	345	NHL Network
314	FOX Deportes	347	NFL Network
315	FOX Soccer	348	NFL RedZone
317	Fuel TV	HD 761	NFL RedZone HD [NEW]
318	CBS Sports Network	HD 762	NFL Network HD
319	Tennis Channel	HD 764	BTN HD [NEW]
320	TVG	HD 765	Tennis Channel HD [NEW]
322	WFN	HD 772	ESPNU HD [NEW]
323	Outdoor Channel		

HBO**

1	HBO On Demand	406	HBO Zone
400	HBO	408	HBO Latino
401	HBO 2	HD 652	HBO 2 HD [NEW]
402	HBO Signature	HD 653	HBO Signature HD [NEW]
403	HBO Family	HD 654	HBO Family HD [NEW]
404	HBO Comedy	HD 777	HBO HD

Cinemax**

1	Cinemax On Demand	455	@MAX
450	Cinemax	456	OuterMAX
451	MoreMax	457	5 StarMAX
452	ActionMax	HD 697	MoreMax HD [NEW]
453	ThrillerMax	HD 698	ActionMax HD [NEW]
454	WMAX	HD 779	Cinemax HD

HD 702	Bravo HD
HD 703	IFC HD
HD 707	Hallmark Movie Channel HD
HD 710	Fuse HD
HD 715	Science HD
HD 718	CMT HD [NEW]
HD 724	Investigation Discovery HD [NEW]
HD 739	H2 HD [NEW]
HD 749	OWN HD [NEW]
HD 750	WE tv HD
HD 762	NFL Network HD
HD 772	ESPNU HD [NEW]

Showtime**

1	Showtime On Demand	504	Showtime Beyond
500	Showtime	HD 677	Showtime Extreme HD NEW
501	Showtime Too	HD 678	SHO Showcase HD NEW
502	Showtime Showcase	HD 679	Showtime Too HD NEW
503	Showtime Extreme	HD 778	Showtime HD

TMC**

1	TMC On Demand	HD 655	The Movie Channel
550	TMC		Xtra HD NEW
551	The Movie Channel Xtra	HD 775	TMC HD

Starz**

1	Starz On Demand	HD 664	Starz Cinema HD NEW
600	Starz	HD 665	Starz Kids & Family HD NEW
601	Starz In Black	HD 667	Starz In Black HD NEW
602	Starz Kids & Family	HD 776	Starz HD
603	Starz Cinema		

Encore**

630	Encore	634	Encore Drama
631	Encore Love	635	Encore Westerns
632	Encore Action	HD 672	Encore HD NEW
633	Encore Suspense		

EPIX**

1	EPIX On Demand	HD 704	EPIX HD NEW
490	EPIX		

International Premiums**

375 Zee TV

Charter Pay-Per-View & OnDemand**

1	Charter On Demand	2468	Here! On Demand
350-363	NHL Center Ice/MLB Extra Innings	2469	WWE Classics On Demand
HD 769	HD Pay-Per-View	2470	Too Much For TV On Demand
800	Pay-Per-View Highlights	2472	Karaoke On Demand
801-807	IN DEMAND 1-7	2473	Anime Network On Demand
894-899	Adult Programming		
2465	FUNimation On Demand	2478	Disney Family Movies On Demand
2467	Howard TV On Demand		

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Digital Music**

903	Hit List	926	Solid Gold Oldies
904	Hip-Hop and R&B	927	Party Favorites
905	MCU	928	Stage & Screen
906	Dance/Electronica	929	Kidz Only!
907	Rap	930	Toddler Tunes
908	Hip-Hop Classics	931	Today's Country
909	Throwback Jamz	932	True Country
910	R&B Classics	933	Classic Country
911	R&B Soul	934	Contemporary Christian
912	Gospel	935	Sounds of the Seasons
913	Reggae	936	Soundscapes
914	Classic Rock	937	Smooth Jazz
915	Retro Rock	938	Jazz
916	Rock	939	Blues
917	Metal	940	Singers & Swing
918	Alternative	941	Easy Listening
919	Classic Alternative	942	Classical Masterpieces
920	Adult Alternative	943	Light Classical
921	Soft Rock	944	Musica Urbana
922	Pop Hits	945	Pop Latino
923	90's	946	Tropicales
924	80's	947	Mexicana
925	70's	948	Romances

All music is uncensored and may contain lyrics that may not be appropriate for all listeners.

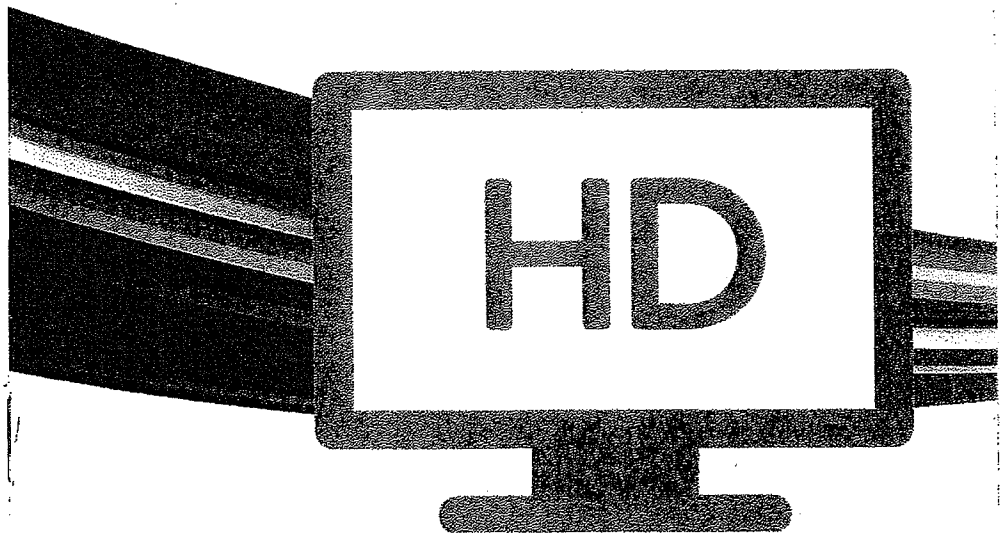
Charter TV® Residential Channel Lineup

Paxton

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Basic Service

2	WGBH (2) PBS Boston	153	WGBX-DT PBS Kids Boston*
3	Charter TV3 Worcester	170	TV Guide Network*
4	WBZ (4) CBS Boston	183	Shop NBC*
5	WCVB (5) ABC Boston	185	Jewelry TV*
6	WFXT (25) FOX Boston	220	WGBH-DT (2) PBS Boston*
7	WHDH (7) NBC Boston	221	WGBX-DT (44) PBS Boston*
8	WSBK (38) Boston	222	WGBX-DT PBS World Boston*
9	WLVI (56) CW Boston	223	WGBX-DT PBS Create Boston*
10	WJAR (10) NBC Providence	224	WYDN-DT (48) IND Worcester*
11	Public Access	225	WMFP-DT (62) IND Lawrence*
12	Educational Access	226	WBIN-TV-DT (50) IND Derry, NH*
13	Government Access		
14	WYDN (48) IND Worcester	HD 780	WBPX-HD (68) ION Boston*
16	C-SPAN*	HD 782	WGBH-HD (2) PBS Boston*
17	C-SPAN2*	HD 783	WBZ-HD (4) CBS Boston*
18	EWTN NEW LOC	784	QVC*
19	WUTF (66) Marlborough	HD 785	WCVB-HD (5) ABC Boston*
20	WBPX (68) ION Boston	HD 786	WFXT-HD (25) FOX Boston*
21	WGBX (44) PBS Boston	HD 787	WHDH-HD (7) NBC Boston*
22	HSN*	HD 788	WSBK-HD (38) Boston*
23	Jewelry TV*	HD 789	WLVI-HD (56) CW Boston*
24	QVC*	790	Charter TV3 Worcester**
25	WMFP (62) IND Lawrence	HD 791	WNEU-HD (60) TELEMUNDO Boston*
26	WBIN-TV (50) IND Derry, NH		
27	WUNI (27) UNI Boston	HD 792	WUNI-HD (27) UNI Boston*
95	INSP* NEW LOC	HD 793	WUTF-HD (66) Marlborough*
96	WNEU (60) TELEMUNDO Boston		

Expanded Service

28	Lifetime	50	ABC Family
29	Discovery Channel NEW LOC	51	Cartoon Network
30	FX	52	Nickelodeon
31	USA	53	Disney Channel
32	TNT	54	History
33	TBS	55	TLC
34	ESPN	56	Animal Planet
35	ESPN2	57	National Geographic
36	Comcast SportsNet	58	Travel Channel**
37	NESN	59	E! NEW LOC
38	Golf Channel	60	Style**
39	SPEED Channel	61	HGTV
40	NBC Sports Network	62	Food Network
41	CNN	63	truTV
42	HLN	64	A&E
43	MSNBC	65	Turner Classic Movies
44	CNBC	66	AMC
45	FOX News Channel	67	Syfy
46	The Weather Channel	68	MTV
47	Spike TV	69	VH1**
48	TV Land	71	MTV2**
49	Comedy Central	77	NECN**

80	GSN**	HD 731	TLC HD**
106	Disney XD**	HD 732	Food Network HD**
176	SOAPnet**	HD 733	HGTV HD**
196	Oxygen**	HD 734	A&E HD**
197	Hallmark Channel**	HD 735	History HD**
200	LMN**	HD 736	National Geographic HD**
216	BET**	HD 737	Discovery Channel HD**
340	Regional Sports Extra Games**	HD 738	Travel Channel HD**
341	Regional Sports Extra Games**	HD 740	Hallmark Channel HD** NEW
346	MLB Network**	HD 743	USA HD**
506	FLIX**	HD 744	TNT HD**
HD 701	LMN HD** NEW	HD 745	TBS HD**
HD 705	AMC HD**	HD 746	FX HD**
HD 706	Turner Classic Movies HD** NEW	HD 747	Oxygen HD** NEW
HD 708	TV Land HD** NEW	HD 748	Lifetime HD**
HD 709	GSN HD** NEW	HD 751	E! HD** NEW
HD 711	MTV2 HD** NEW	HD 752	Style HD** NEW
HD 712	MTV HD**	HD 753	Disney Channel HD**
HD 713	VH1 HD** NEW	HD 754	Disney XD HD** NEW
HD 714	BET HD** NEW	HD 756	Cartoon Network HD**
HD 717	Comedy Central HD**	HD 757	Nickelodeon HD**
HD 719	Spike TV HD** NEW	HD 758	ABC Family HD**
HD 720	Syfy HD**	HD 760	Regional Sports Extra Games HD**
HD 721	truTV HD** NEW	HD 763	SPEED Channel HD**
HD 723	CNBC HD**	HD 766	MLB Network HD**
HD 725	The Weather Channel HD**	HD 767	NBC Sports Network HD**
HD 726	FOX News Channel HD**	HD 768	Golf Channel HD**
HD 727	MSNBC HD** NEW	HD 770	Comcast SportsNet HD**
HD 728	CNN HD**	HD 771	ESPN2 HD**
HD 729	HLN HD** NEW	HD 773	ESPN HD**
HD 730	Animal Planet HD**	HD 774	NESN HD**

Charter TV Select**

Includes Basic Service, Expanded Service, and Charter Select.

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD NEW
301	OWN		

Charter TV Silver**

Includes Charter TV Select, plus additional services.

Charter TV Gold**

Includes Charter TV Silver, plus additional services.

Digital Home**

Includes Charter TV Gold, plus additional services.

Digi Tier 1**

Includes Charter TV Gold, plus additional services.

101	Catholic TV	214	CMT
102	Destination America	217	mun2
104	Cooking Channel	298	FOX Business Network
105	DIY Network	300	Science
107	The Hub	302	Military Channel
108	Nick 2	303	Investigation Discovery
109	Nick Jr.	304	BBC America
110	TeenNick	305	ABC News NOW
111	Nicktoons	306	BIO
112	Sprout	307	H2
173	ReelzChannel	310	ESPNU
195	Lifetime Real Women	316	G4
198	Bravo	317	Fuel TV
199	FOX Movie Channel	320	TVG
201	WE tv	347	NFL Network
202	IFC	650	Logo
203	Sundance Channel	HD 702	Bravo HD
204	Fuse	HD 703	IFC HD
205	mtvU	HD 710	Fuse HD
206	Tr3s	HD 715	Science HD
207	MTV Jams	HD 718	CMT HD [NEW]
208	MTV Hits	HD 724	Investigation Discovery HD [NEW]
209	VH1 Classic	HD 739	H2 HD [NEW]
210	VH1 Soul	HD 750	WE tv HD
211	Centric	HD 762	NFL Network HD
212	CMT Pure Country	HD 772	ESPNU HD [NEW]
213	GAC		

Digi Tier 2 (with subscription to Charter TV Select, Silver or Gold)**

130	Boomerang	215	gmc
175	Ovation		

Digital View** & Digital View Plus** (with subscription to Charter TV or Digital Home)

101	Catholic TV	202	IFC
102	Destination America	203	Sundance Channel
104	Cooking Channel	204	Fuse
105	DIY Network	205	mtvU
107	The Hub	206	Tr3s
108	Nick 2	207	MTV Jams
109	Nick Jr.	208	MTV Hits
110	TeenNick	209	VH1 Classic
111	Nicktoons	210	VH1 Soul
112	Sprout	211	Centric
130	Boomerang	212	CMT Pure Country
173	ReelzChannel	213	GAC
175	Ovation	214	CMT
194	Hallmark Movie Channel	215	gmc
195	Lifetime Real Women	217	mun2
198	Bravo	298	FOX Business Network
199	FOX Movie Channel	299	Bloomberg Television
201	WE tv	300	Science

301	OWN
302	Military Channel
303	Investigation Discovery
304	BBC America
305	ABC News NOW
306	BIO
307	H2
310	ESPNU
316	G4
317	Fuel TV
320	TVG
347	NFL Network
650	Logo

HD Ultra View**

HD 795	Universal HD	HD 797	Smithsonian
HD 796	Velocity	HD 798	Palladia

Sports View**

308	ESPNews	324	Sportsman Channel
309	ESPN Classic	325	Discovery Fit & Health
310	ESPNU	327	HRTV
311	FOX College Sports - Atlantic	329	Mav TV
312	FOX College Sports - Central	335	BTN
313	FOX College Sports - Pacific	345	NHL Network
314	FOX Deportes	347	NFL Network
315	FOX Soccer	348	NFL RedZone
317	Fuel TV	HD 761	NFL RedZone HD [NEW]
318	CBS Sports Network	HD 762	NFL Network HD
319	Tennis Channel	HD 764	BTN HD [NEW]
320	TVG	HD 765	Tennis Channel HD [NEW]
322	WFN	HD 772	ESPNU HD
323	Outdoor Channel		

HBO**

1	HBO On Demand	406	HBO Zone
400	HBO	408	HBO Latino
401	HBO 2	HD 652	HBO 2 HD [NEW]
402	HBO Signature	HD 653	HBO Signature HD [NEW]
403	HBO Family	HD 654	HBO Family HD [NEW]
404	HBO Comedy	HD 777	HBO HD

Cinemax**

1	Cinemax On Demand	455	@MAX
450	Cinemax	456	OuterMAX
451	MoreMax	457	5 StarMAX
452	ActionMax	HD 697	MoreMax HD [NEW]
453	ThrillerMax	HD 698	ActionMax HD [NEW]
454	WMAX	HD 779	Cinemax HD

HD 702	Bravo HD
HD 703	IFC HD
HD 707	Hallmark Movie Channel HD
HD 710	Fuse HD
HD 715	Science HD
HD 718	CMT HD [NEW]
HD 724	Investigation Discovery HD [NEW]
HD 739	H2 HD [NEW]
HD 749	OWN HD [NEW]
HD 750	WE tv HD
HD 762	NFL Network HD
HD 772	ESPNU HD [NEW]

Showtime**

1	Showtime On Demand	504	Showtime Beyond
500	Showtime	HD 677	Showtime Extreme HD NEW
501	Showtime Too	HD 678	SHO Showcase HD NEW
502	Showtime Showcase	HD 679	Showtime Too HD NEW
503	Showtime Extreme	HD 778	Showtime HD

TMC**

1	TMC On Demand	HD 655	The Movie Channel
550	TMC		Xtra HD NEW
551	The Movie Channel Xtra	HD 775	TMC HD

Starz**

1	Starz On Demand	HD 664	Starz Cinema HD NEW
600	Starz	HD 665	Starz Kids & Family HD NEW
601	Starz In Black	HD 667	Starz In Black HD NEW
602	Starz Kids & Family	HD 776	Starz HD
603	Starz Cinema		

Encore**

630	Encore	634	Encore Drama
631	Encore Love	635	Encore Westerns
632	Encore Action	HD 672	Encore HD NEW
633	Encore Suspense		

EPIX**

1	EPIX On Demand	HD 704	EPIX HD NEW
490	EPIX		

International Premiums**

375 Zee TV

Charter Pay-Per-View & OnDemand**

1	Charter On Demand	2468	Here! On Demand
350-363	NHL Center Ice/MLB Extra Innings	2469	WWE Classics On Demand
HD 769	HD Pay-Per-View	2470	Too Much For TV On Demand
800	Pay-Per-View Highlights	2472	Karaoke On Demand
801-807	iN DEMAND 1-7	2473	Anime Network On Demand
894-899	Adult Programming		
2465	FUNimation On Demand	2478	Disney Family Movies On Demand
2467	Howard TV On Demand		

Go to Charter On Demand - Channel 1 for a library of 10,000+ hit movies and shows ready to watch when you want.

To see what's playing, go to charter.net/ondemand.

Rates for transactional movies, adult programming & events vary. Please see your interactive program guide for title-specific pricing prior to ordering or call 1-888-GET CHARTER.

©2012 Charter Communications. Programming, pricing, ratings and scheduling subject to change. On Demand line up varies and access is based on service level subscription and varies by network. Other restrictions may apply. Call for details.

Digital Music**

903	Hit List	926	Solid Gold Oldies
904	Hip-Hop and R&B	927	Party Favorites
905	MCU	928	Stage & Screen
906	Dance/Electronica	929	Kidz Only!
907	Rap	930	Toddler Tunes
908	Hip-Hop Classics	931	Today's Country
909	Throwback Jamz	932	True Country
910	R&B Classics	933	Classic Country
911	R&B Soul	934	Contemporary Christian
912	Gospel	935	Sounds of the Seasons
913	Reggae	936	Soundscapes
914	Classic Rock	937	Smooth Jazz
915	Retro Rock	938	Jazz
916	Rock	939	Blues
917	Metal	940	Singers & Swing
918	Alternative	941	Easy Listening
919	Classic Alternative	942	Classical Masterpieces
920	Adult Alternative	943	Light Classical
921	Soft Rock	944	Musica Urbana
922	Pop Hits	945	Pop Latino
923	90's	946	Tropicales
924	80's	947	Mexicana
925	70's	948	Romances

All music is uncensored and may contain lyrics that may not be appropriate for all listeners.

Charter TV®

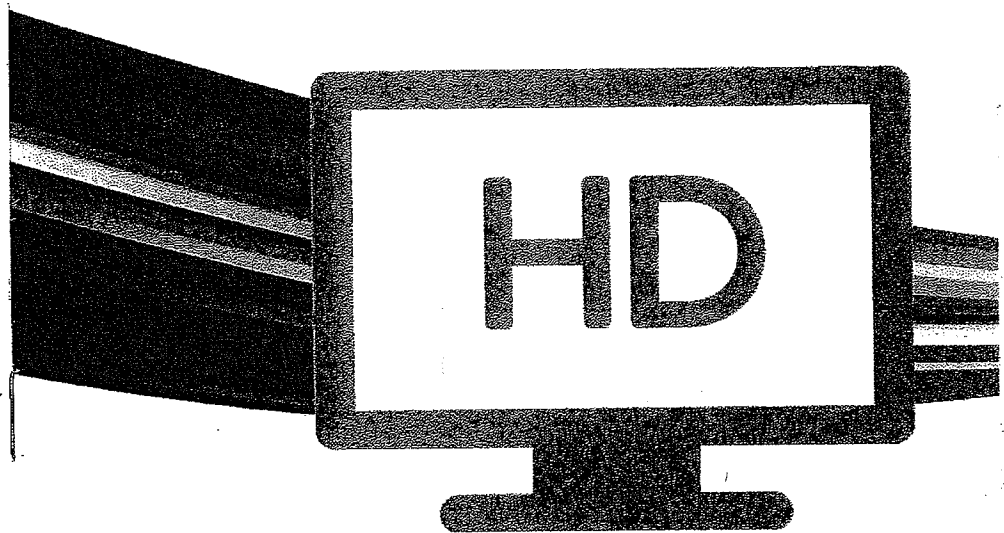
Residential Channel Lineup

**Dudley, Millbury, Oxford,
Southbridge, Spencer, Sturbridge,
Webster**

Effective November 2012

Your entertainment guide.

- Browse channels by package, theme or numerical listing
- Including special interest tiers, premium channels and more!
- See it all online at charter.com › find it fast › channel lineup



Basic Service

2	WGBH (2) PBS Boston	153	WGBX-DT PBS Kids Boston*
3	Charter TV3 Worcester	170	TV Guide Network*
4	WBZ (4) CBS Boston	183	Shop NBC*
5	WCVB (5) ABC Boston	185	Jewelry TV*
6	WFXT (25) FOX Boston	220	WGBH-DT (2) PBS Boston*
7	WHDH (7) NBC Boston	221	WGBX-DT (44) PBS Boston*
8	WSBK (38) Boston	222	WGBX-DT PBS World Boston*
9	WLVI (56) CW Boston	223	WGBX-DT PBS Create Boston*
10	WJAR (10) NBC Providence	224	WYDN-DT (48) IND Worcester*
11	Access	225	WMFP-DT (62) IND Lawrence*
12	Access	226	WBIN-TV-DT (50) IND Derry, NH*
13	Access		
14	WYDN (48) IND Worcester	235	WCVB-DT MeTV Boston*
15	WGGB (40) ABC Springfield	HD 780	WBPX-HD (68) ION Boston*
16	C-SPAN*	HD 782	WGBH-HD (2) PBS Boston*
17	C-SPAN2*	HD 783	WBZ-HD (4) CBS Boston*
18	EWTN	784	QVC*
19	WUTF (66) Marlborough	HD 785	WCVB-HD (5) ABC Boston*
20	WBPX (68) ION Boston	HD 786	WFXT-HD (25) FOX Boston*
21	WGBX (44) PBS Boston	HD 787	WHDH-HD (7) NBC Boston*
22	HSN*	HD 788	WSBK-HD (38) Boston*
23	Jewelry TV*	HD 789	WLVI-HD (56) CW Boston*
24	QVC*	790	Charter TV3 Worcester**
25	WMFP (62) IND Lawrence	HD 791	WNEU-HD (60) TELEMUNDO Boston*
26	WBIN-TV (50) IND Derry, NH		
27	WUNI (27) UNI Boston	HD 792	WUNI-HD (27) UNI Boston*
95	INSP*	HD 793	WUTF-HD (66) Marlborough*
96	WNEU (60) TELEMUNDO Boston		

Expanded Service

28	Lifetime	49	Comedy Central
29	Discovery Channel	50	ABC Family
30	FX	51	Cartoon Network
31	USA	52	Nickelodeon
32	TNT	53	Disney Channel
33	TBS	54	History
34	ESPN	55	TLC
35	ESPN2	56	Animal Planet
36	Comcast SportsNet	57	National Geographic
37	NESN	58	Travel Channel**
38	Golf Channel	59	E!*
39	SPEED Channel	60	Style**
40	NBC Sports Network	61	HGTV
41	CNN	62	Food Network
42	HLN	63	truTV
43	MSNBC	64	A&E
44	CNBC	65	Turner Classic Movies
45	FOX News Channel	66	AMC
46	The Weather Channel	67	Syfy
47	Spike TV	68	MTV
48	TV Land	69	VH1**

71	MTV2**	HD 731	TLC HD**
77	NECN**	HD 732	Food Network HD**
80	GSN**	HD 733	HGTV HD**
106	Disney XD**	HD 734	A&E HD**
176	SOAPnet**	HD 735	History HD**
196	Oxygen**	HD 736	National Geographic HD**
197	Hallmark Channel**	HD 737	Discovery Channel HD**
200	LMN**	HD 738	Travel Channel HD**
216	BET**	HD 740	Hallmark Channel HD**
340	Regional Sports Extra Games**	HD 743	USA HD**
341	Regional Sports Extra Games**	HD 744	TNT HD**
346	MLB Network**	HD 745	TBS HD**
506	FLIX**	HD 746	FX HD**
HD 701	LMN HD**	HD 747	Oxygen HD**
HD 705	AMC HD**	HD 748	Lifetime HD**
HD 706	Turner Classic Movies HD**	HD 751	E! HD**
HD 708	TV Land HD**	HD 752	Style HD**
HD 709	GSN HD**	HD 753	Disney Channel HD**
HD 711	MTV2 HD**	HD 754	Disney XD HD**
HD 712	MTV HD**	HD 756	Cartoon Network HD**
HD 713	VH1 HD**	HD 757	Nickelodeon HD**
HD 714	BET HD**	HD 758	ABC Family HD**
HD 717	Comedy Central HD**	HD 760	Regional Sports Extra Games HD**
HD 719	Spike TV HD**	HD 763	SPEED Channel HD**
HD 720	Syfy HD**	HD 766	MLB Network HD**
HD 721	truTV HD**	HD 767	NBC Sports Network HD**
HD 723	CNBC HD**	HD 768	Golf Channel HD**
HD 725	The Weather Channel HD**	HD 770	Comcast SportsNet HD**
HD 726	FOX News Channel HD**	HD 771	ESPN2 HD**
HD 727	MSNBC HD**	HD 773	ESPN HD**
HD 728	CNN HD**	HD 774	NESN HD**
HD 729	HLN HD**		
HD 730	Animal Planet HD**		

Charter TV Select**

194	Hallmark Movie Channel	HD 707	Hallmark Movie Channel HD
299	Bloomberg Television	HD 749	OWN HD
301	OWN		

Charter TV Silver**

Charter TV Gold**

Digital Home**

Digi Tier 1**

101 Catholic TV	214 CMT
102 Destination America	217 mun2
104 Cooking Channel	298 FOX Business Network
105 DIY Network	300 Science
107 The Hub	302 Military Channel
108 Nick 2	303 Investigation Discovery
109 Nick Jr.	304 BBC America
110 TeenNick	305 ABC News NOW
111 Nicktoons	306 BIO
112 Sprout	307 H2
173 ReelzChannel	310 ESPN
195 Lifetime Real Women	316 G4
198 Bravo	317 Fuel TV
199 FOX Movie Channel	320 TVG
201 WE tv	347 NFL Network
202 IFC	650 Logo
203 Sundance Channel	HD 702 Bravo HD
204 Fuse	HD 703 IFC HD
205 mtvU	HD 710 Fuse HD
206 Tr3s	HD 715 Science HD
207 MTV Jams	HD 718 CMT HD
208 MTV Hits	HD 724 Investigation Discovery HD
209 VH1 Classic	HD 739 H2 HD
210 VH1 Soul	HD 750 WE tv HD
211 Centric	HD 762 NFL Network HD
212 CMT Pure Country	HD 772 ESPN HD
213 GAC	

Digi Tier 2 (with subscription to Charter TV Select, Silver or Gold)**

130 Boomerang	215 gmc
175 Ovation	

Digital View & Digital View Plus** (with subscription to Charter TV or Digital Home)**

101 Catholic TV	198 Bravo
102 Destination America	199 FOX Movie Channel
104 Cooking Channel	201 WE tv
105 DIY Network	202 IFC
107 The Hub	203 Sundance Channel
108 Nick 2	204 Fuse
109 Nick Jr.	205 mtvU
110 TeenNick	206 Tr3s
111 Nicktoons	207 MTV Jams
112 Sprout	208 MTV Hits
130 Boomerang	209 VH1 Classic
173 ReelzChannel	210 VH1 Soul
175 Ovation	211 Centric
194 Hallmark Movie Channel	212 CMT Pure Country
195 Lifetime Real Women	213 GAC

214 CMT
215 gmc
217 mun2
298 FOX Business Network
299 Bloomberg Television
300 Science
301 OWN
302 Military Channel
303 Investigation Discovery
304 BBC America
305 ABC News NOW
306 BIO
307 H2
310 ESPN
316 G4
317 Fuel TV

320 TVG
347 NFL Network
650 Logo
HD 702 Bravo HD
HD 703 IFC HD
HD 707 Hallmark Movie Channel HD
HD 710 Fuse HD
HD 715 Science HD
HD 718 CMT HD
HD 724 Investigation Discovery HD
HD 739 H2 HD
HD 749 OWN HD
HD 750 WE tv HD
HD 762 NFL Network HD
HD 772 ESPN HD

HD Ultra View**

HD 795 Universal HD	HD 797 Smithsonian
HD 796 Velocity	HD 798 Palladia

Sports View**

308 ESPNNews	322 WFN
309 ESPN Classic	323 Outdoor Channel
310 ESPN	324 Sportsman Channel
311 FOX College Sports - Atlantic	325 Discovery Fit & Health
312 FOX College Sports - Central	327 HRTV
313 FOX College Sports - Pacific	329 Mav TV
314 FOX Deportes	335 BTN
315 FOX Soccer	345 NHL Network
317 Fuel TV	347 NFL Network
318 CBS Sports Network	348 NFL RedZone
319 Tennis Channel	HD 761 NFL RedZone HD
320 TVG	HD 762 NFL Network HD
	HD 764 BTN HD
	HD 765 Tennis Channel HD
	HD 772 ESPN HD

HBO**

1 HBO On Demand	406 HBO Zone
400 HBO	408 HBO Latino
401 HBO 2	HD 652 HBO 2 HD
402 HBO Signature	HD 653 HBO Signature HD
403 HBO Family	HD 654 HBO Family HD
404 HBO Comedy	HD 777 HBO HD

Cinemax**

1 Cinemax On Demand	452 ActionMax
450 Cinemax	453 ThrillerMax
451 MoreMax	454 WMAX

455 @MAX
456 OuterMAX
457 5 StarMAX

HD 697 MoreMax HD
HD 698 ActionMax HD
HD 779 Cinemax HD

Showtime**

1 Showtime On Demand	504 Showtime Beyond
500 Showtime	HD 677 Showtime Extreme HD
501 Showtime Too	HD 678 SHO Showcase HD
502 Showtime Showcase	HD 679 Showtime Too HD
503 Showtime Extreme	HD 778 Showtime HD

TMC**

1 TMC On Demand	HD 655 The Movie Channel Xtra HD
550 TMC	HD 775 TMC HD
551 The Movie Channel Xtra	

Starz**

1 Starz On Demand	HD 664 Starz Cinema HD
600 Starz	HD 665 Starz Kids & Family HD
601 Starz In Black	HD 667 Starz In Black HD
602 Starz Kids & Family	HD 776 Starz HD
603 Starz Cinema	

Encore**

630 Encore	634 Encore Drama
631 Encore Love	635 Encore Westerns
632 Encore Action	HD 672 Encore HD
633 Encore Suspense	

EPIX**

1 EPIX On Demand	HD 704 EPIX HD
490 EPIX	

International Premiums**

375 Zee TV

Charter Pay-Per-View & OnDemand**

1 Charter On Demand	2468 Here! On Demand
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HD 769 HD Pay-Per-View	2470 Too Much For TV On Demand
800 Pay-Per-View Highlights	2472 Karaoke On Demand
801-807 IN DEMAND 1-7	2473 Anime Network On Demand
894-899 Adult Programming	2478 Disney Family Movies On Demand
2465 FUNimation On Demand	
2467 Howard TV On Demand	

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910 R&B Classics	933 Classic Country
911 R&B Soul	934 Contemporary Christian
912 Gospel	935 Sounds of the Seasons
913 Reggae	936 Soundscapes
914 Classic Rock	937 Smooth Jazz
915 Retro Rock	938 Jazz
916 Rock	939 Blues
917 Metal	940 Singers & Swing
918 Alternative	941 Easy Listening
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922 Pop Hits	945 Pop Latino
923 90's	946 Tropicales
924 80's	947 Mexicana
925 70's	948 Romances

All music is uncensored and may contain lyrics that may not be appropriate for all listeners.

EXHIBIT 3



August 14, 2012
Davis Wright Tremain LLP
1919 Pennsylvania Avenue, N.W.
Suite 800
Washington, DC 20006

To Whom It May Concern:

SNL Kagan utilizes a multi-step process to accurately identify cable client franchise areas and associated ZIP and ZIP+4 Codes. (A ZIP+4 Code includes the five digits of the United States Postal Service ZIP Code, a hyphen, and four more digits that determine a more precise location than the ZIP Code.)

This methodology was developed to address the potential shortcomings in utilizing 5-digit ZIP Code data for "Effective Competition" petitions. The basic methodology has been in place for several years and has been used successfully in many Effective Competition cases at the FCC.

Because ZIP Codes and municipal boundaries are created and managed by different government authorities, the boundaries of ZIP Codes and municipal boundaries often overlap. ZIP Codes frequently span between and beyond municipal boundaries. ZIP+4 Codes, however, usually reside in one and only one municipality. SNL Kagan uses Place, Minor Civil Division (MCD), and County boundaries from Dynamap® a division of Pitney Bowes Business Insight, to determine municipal boundaries. SNL Kagan uses the Dynamap® ZIP+4 Centroids database, which contains ZIP+4 centroid correspondence for virtually all deliverable ZIP+4s, to identify ZIP+4 Codes within municipal boundaries, among the over 60 million ZIP+4s in all 50 states, DC, and Puerto Rico, based on current data from the USPS and the U.S. Bureau of the Census, and the Tele Atlas master street database.

SNL Kagan then utilizes its ZIP+4 Code mapping to enable our clients to obtain proper "Direct-to-Home" (DTH) subscriber counts for their respective franchise areas by tracking DTH subscribers at the ZIP+4 Code level. (Where SNL Kagan determines that a ZIP Code falls entirely within a franchise area, however, it is unnecessary to identify DTH subscribers at the ZIP+4 Code level for that 5-digit ZIP Code. In these instances, SNL Kagan identifies such 5-digit ZIP Codes and, accordingly, DTH subscribers are identified by the 5-digit ZIP code only.)

Only ZIP+4 Codes that meet specific criteria are included in this report. The following criteria must be met:

- The centroid of the ZIP+4 Code is within the franchise area; and
- The USPS ZIP+4 Record Type (from Dynamap® ZIP+4 Centroids) is either H- high rise or S - street.

Our methodology has been used by many multiple system operators (MSOs) as part of their Effective Competition relief efforts, and we believe this methodology produces the most accurate and detailed view of ZIP+4 data as it relates to cable franchise areas.

A handwritten signature in black ink, appearing to read "Pinna Gallant", with a long horizontal line extending to the right.

Pinna Gallant
Senior Product Manager
SNL Kagan

Financial Institutions | Real Estate | Energy | Media & Communications

One SNL Plaza, PO Box 2124, Charlottesville, VA 22902 | +1.434.977.1600 | +1.434.977.4466 fax

Ahmedabad | Arlington | Boston | Boulder | Islamabad | Jersey City | London | Monterey | New York | Richmond | SNL.com

EXHIBIT 4

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated October 31, 2012 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: November 2, 2012

ZIP Codes	DTH Count
Requested total for Boylston, MA	269

Data is current through 9/30/2012

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2012-09-30

01505	269
015451518	0
015451677	0
Total	269

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated October 31, 2012 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: November 2, 2012

ZIP Codes	DTH Count
Requested total for Leicester, MA	618

Data is current through 9/30/2012

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2012-09-30

01524	403
015421001	0
015421002	1
015421003	0
015421004	3
015421005	0
015421006	0
015421007	0
015421008	1
015421009	2
015421010	1
015421011	0
015421012	0
015421013	0
015421014	0
015421015	4
015421016	2
015421017	3
015421018	0
015421019	2
015421020	0
015421021	2
015421022	2
015421023	1
015421024	0
015421025	0
015421026	0
015421027	0
015421029	3
015421030	1
015421031	0
015421032	0
015421033	1
015421034	1
015421035	0
015421036	0
015421100	0
015421102	2
015421103	0
015421104	0
015421107	0
015421108	0
015421109	0
015421110	0
015421111	0
015421112	0
015421113	3
015421114	1
015421115	1
015421116	0
015421117	0

015421118	0
015421119	0
015421120	0
015421121	0
015421122	0
015421123	0
015421124	0
015421125	0
015421126	2
015421127	2
015421128	2
015421129	0
015421130	4
015421131	3
015421132	0
015421133	0
015421134	1
015421135	1
015421136	0
015421137	0
015421138	0
015421139	1
015421140	0
015421141	0
015421142	0
015421143	5
015421144	1
015421145	0
015421146	0
015421200	3
015421201	0
015421202	1
015421203	1
015421204	0
015421205	0
015421206	0
015421207	0
015421208	3
015421209	0
015421210	3
015421211	0
015421212	0
015421213	1
015421214	2
015421215	2
015421216	2
015421217	1
015421218	0
015421219	0
015421220	1
015421221	1
015421222	0

015421223	1
015421224	0
015421225	0
015421226	0
015421227	1
015421229	0
015421230	0
015421231	1
015421232	0
015421233	1
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015421235	0
015421236	0
015421302	0
015421303	1
015421305	0
015421307	0
015421312	3
015421317	0
015421322	1
015421323	0
015422100	1
015424200	0
015424201	0
015424202	0
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015424204	0
015424205	0
015424206	0
015424207	0
015424208	0
015424209	0
015424210	0
015424211	0
015424212	0
015424213	0
015424214	0
015424215	0
015424216	0
015424217	0
015424218	0
015424219	0
015424220	0
015424221	0
015622853	0
015622854	0
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016113002	0
016113003	0
016113004	0
016113005	2
016113006	1

016113007	0
016113008	0
016113009	3
016113010	0
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016113012	0
016113013	0
016113014	0
016113015	0
016113016	3
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016113020	1
016113023	0
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016113025	1
016113026	0
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016113028	2
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016113030	0
016113031	0
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016113033	1
016113034	1
016113035	1
016113037	0
016113038	0
016113039	0
016113040	0
016113041	2
016113042	0
016113043	0
016113044	1
016113045	0
016113101	0
016113102	1
016113103	2
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016113105	3
016113106	2
016113107	1
016113108	1
016113109	4
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016113111	0
016113112	0
016113113	0
016113114	0
016113115	1
016113116	0

016113117	0
016113118	0
016113119	0
016113120	0
016113121	1
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016113123	0
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016113125	0
016113126	1
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016113129	1
016113130	1
016113131	0
016113132	1
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016113135	1
016113136	3
016113137	0
016113138	0
016113139	3
016113140	1
016113141	0
016113142	1
016113143	2
016113144	2
016113145	0
016113146	0
016113147	0
016113148	0
016113149	0
016113150	0
016113151	0
016113152	1
016113153	0
016113154	2
016113155	0
016113156	0
016113157	0
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016113201	0
016113202	0
016113203	0
016113204	1
016113205	0
016113206	0
016113207	0
016113208	0
016113209	0
016113210	3

016113211	2
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016113213	0
016113214	1
016113215	0
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016113217	0
016113218	0
016113219	0
016113220	2
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016113222	1
016113223	1
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016113226	0
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016113229	0
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016113234	0
016113235	1
016113236	1
016113237	2
016113238	0
016113239	0
016113240	0
016113241	0
016113242	0
016113243	0
016113244	0
016113245	0
016113246	0
016113247	0
016113248	1
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016113361	0
016113362	1
016113363	0
016113364	0
016113365	0
Total	618

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated October 31, 2012 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: November 2, 2012

ZIP Codes

DTH Count

Requested total for Northbridge, MA	900
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Data is current through 9/30/2012

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2012-09-30

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015902738	0
015902739	0
Total	900

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated October 31, 2012 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: November 2, 2012

ZIP Codes

DTH Count

Requested total for Paxton, MA	234
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Data is current through 9/30/2012

Report Prepared by:
Martin Esteves
Manager, Membership and Data Management
202-349-3630
mesteves@sbca.org

Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2012-09-30

01612	234
015622906	0
015622908	0
Total	234

ECTR – Effective Competition Tracking Report



Provided by
Satellite Broadcasting and Communications Association

Pursuant to Section 76.907(c) of the FCC Rules, and your effective competition tracking request dated October 31, 2012 please find the following Direct-to-Home (DTH) satellite subscriber numbers per zip code (and/or zip+4 where necessary). The provision and use of this Effective Competition Tracking Report is governed by and subject to the terms and conditions of the Agreement for Provision and Use of Confidential Data, between your company and SBCA.

Report Date: November 2, 2012

ZIP Codes	DTH Count
Requested total for Spencer, MA	714

Data is current through 9/30/2012

Report Prepared by:
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Manager, Membership and Data Management
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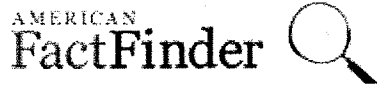
Methodology: Direct-To-Home (DTH) subscriber data reflects aggregated DIRECTV and DISH Network residential subscriber totals. The following data collection procedures are applied by Members in the normal course of business: a) single accounts with multiple receivers are only counted once; b) commercial and test accounts are not included; c) each occupied unit served in a multiple dwelling unit building has been counted as a separate residential subscriber; d) zip codes are taken from service locations (not billing addresses, where different); e) inactive accounts are routinely removed; f) invalid (undeliverable) addresses have been corrected where known; g) courtesy or complimentary accounts are included; and h) zip code information for Members' subscribers is periodically updated to reflect changes to zip codes by the United States Postal Service.

; oldest data from 2012-09-30

01562	714
015151701	0
015242202	0
Total	714

EXHIBIT 5

U.S. Census Bureau



H1

OCCUPANCY STATUS**Universe: Housing units****2010 Census Redistricting Data (Public Law 94-171) Summary File**

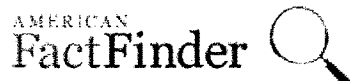
NOTE: For information on confidentiality protection, nonsampling error, and definitions, see
<http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171
Summary Files as delivered.

		Boylston town, Worcester County, Massachusetts
1	Total:	1,778
3	Occupied	1,698
of 3	Vacant	80

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS

Universe: Housing units

2010 Census Redistricting Data (Public Law 94-171) Summary File

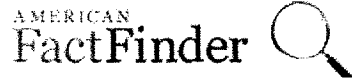
NOTE: For information on confidentiality protection, nonsampling error, and definitions, see
<http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171
Summary Files as delivered.

	Leicester town, Worcester County, Massachusetts	
1	Total:	4,270
3	Occupied	4,021
of 3	Vacant	249

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS

Universe: Housing units

2010 Census Redistricting Data (Public Law 94-171) Summary File

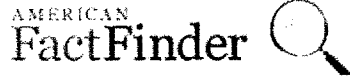
NOTE: For information on confidentiality protection, nonsampling error, and definitions, see
<http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171
Summary Files as delivered.

	Northbridge town, Worcester County, Massachusetts	
1	Total:	6,172
3	Occupied	5,896
of 3	Vacant	276

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS

Universe: Housing units

2010 Census Redistricting Data (Public Law 94-171) Summary File

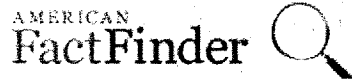
NOTE: For information on confidentiality protection, nonsampling error, and definitions, see
<http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171
Summary Files as delivered.

	Paxton town, Worcester County, Massachusetts	
1	Total:	1,599
3	Occupied	1,546
3	Vacant	53

Source: U.S. Census Bureau, 2010 Census.

U.S. Census Bureau



H1

OCCUPANCY STATUS

Universe: Housing units

2010 Census Redistricting Data (Public Law 94-171) Summary File

NOTE: For information on confidentiality protection, nonsampling error, and definitions, see
<http://www.census.gov/prod/cen2010/pl94-171.pdf>

NOTE: Change to the California, Connecticut, Mississippi, New Hampshire, Virginia, and Washington P. L. 94-171
Summary Files as delivered.

Spencer town, Worcester County, Massachusetts	
1 Total:	5,295
3 Occupied	4,744
3 Vacant	551

Source: U.S. Census Bureau, 2010 Census.

EXHIBIT 6

Community	State	Total DBS Subscribers	2010 Census Data Occupied Housing Units	% of DBS Penetration In Franchise Area Column C/ Column D
BOYLSTON	MA	269	1,698	15.84%
LEICESTER	MA	618	4,021	15.37%
NORTHBRIDGE	MA	900	5,896	15.26%
PAXTON	MA	234	1,546	15.14%
SPENCER	MA	714	4,744	15.05%

CERTIFICATE OF SERVICE

I, Deborah D. Williams, do hereby certify on this 16th day of January, 2012 that a true and correct copy of the foregoing "Petition for Special Relief" has been sent via U.S. mail, postage prepaid to the following:

William Lake, Chief
Media Bureau Policy Division
Federal Communications Commission
445 12th Street, S.W.
Washington, DC 20554

Nancy Colbert Puff
Town Administrator
Boylston Township
221 Main Street
Boylston, MA 01505

Robert Reed
Town Administrator
Leicester Township
3 Washburn Square
Leicester, MA 01524

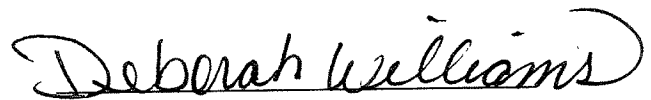
Ted Kozak
Town Manager
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Whitinsville, MA 01588

Carol Riches
Town Administrator
Paxton Township
697 Pleasant Street
Paxton, MA 01612

Adam Gaudette
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Spencer Township
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Spencer, MA 01562

Sean M. Carroll
Hearing Officer
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Deborah D. Williams