

**Verizon New England Inc.
d/b/a Verizon Massachusetts**

Commonwealth of Massachusetts

D.T.C. Docket No. 08-12

Respondent: Shawn M. Strickland
Title: VP – FiOS Product Planning
and Execution

REQUEST: Department of Telecommunications and Cable, Set #1

DATED: June 22, 2009

ITEM: D.T.C. – VZ 1-1 Verizon specifies that “California, New Jersey, New York and Rhode Island require Verizon to report detailed subscribership information at the state level ... [and] safeguard the confidentiality of that information.” Verizon Petition at 8. Verizon also specifies that the FCC “has honored Verizon’s request to withhold from publication Form 325 data, which includes municipal-level subscriber information.” Verizon Petition at 8.

(a) Describe the specific subscribership information that each above-cited state and the FCC requires be filed. For instance, describe what level of location information is required (i.e., address level? Census tract? territory aggregate? etc.) and what type of service information is filed relative to subscribership information (i.e., video subscriber numbers only? per cable-tier information? services in addition to video? etc.)? In addition, if the subscribership information in any of the above-cited states is required to be filed via a form, please provide a copy of the blank form(s) with any corresponding instructions issued with the form(s).

(b) Describe how confidentiality is obtained in each above-cited state. For instance, is confidentiality of the specific subscribership information required under regulation or statute, or do entities need to satisfy a confidentiality standard set forth by the commission obtaining the data? If confidentiality is required by regulation or statute, please identify the regulation and/or statute.

REPLY: (a) In Rhode Island, on an annual basis, Verizon New England Inc. provides the total number of video subscribers by Service Area to the Division of Public Utilities and Carriers. No form is required.

REPLY CONT'D:

Instructions can be located in Section 17.3, part (g) within the Rules published on the following URL:

http://www.ripuc.org/utilityinfo/cabletv/CATV_Rules_4_08.pdf

Under 16 NYCRR Part 899, Verizon New York Inc. ("VZNY") is required to file an Annual Financial Report ("AFR") with New York State Public Service Commission ("AFR"). Within Part I of the AFR Verizon provides, pursuant to the confidentiality rules discussed below, the following subscribership information: number of cable television subscribers and the estimated percentage of penetration level for each "local franchising area" (*i.e.*, village, town, or city) in which Verizon provides cable television service. A blank copy of the AFR-I form including instructions is attached as Attachment (a).

In California, video subscribership information is required for State Video Franchises, Local Video Franchises and by Local Telephone Service Area at the Census tract level. Reported video subscribership information consists of:

- (1) Total Number of Households
- (2) Number of Low Income Households
- (3) Number of Households Offered Video Service by Holder
- (4) Number of Low Income Households Offered Video Service by Holder
- (5) Number of Households Subscribing to Video Service Offered by Holder

The video subscribership information is required to be filed via a form. Please see Attachment (b).

In New Jersey, Municipal level subscriber data is filed annually with the NJ Board of Public Utilities, Office of Cable Television. Please see Attachments (c) and (d) for the instructions and Cable Facts Questionnaire.

- (b) Verizon requested confidential treatment of its video subscribership information in Rhode Island, and the Division of Public Utilities and Carriers subsequently rejected a state-FOIA request for that data, finding that it was exempt from disclosure pursuant to R.I.G.L. §38-2-2(4)(i)(B).

In New York, Verizon obtained confidential treatment of its video subscribership information by request pursuant to New York Public Officers Law, Article 6, (Publ. Off. L. § 87(2)(d); *see also id.* § 89(5)), as well as the regulations of the New York Public Service Commission implementing the statute (*See* 16 N.Y.C.R.R. Part 6, Subpart 6-1), which authorize a state agency to afford confidential treatment for records that constitute "trade secrets or are submitted to an agency by a commercial enterprise or derived from information obtained from a commercial enterprise and which if disclosed would cause substantial injury to the

REPLY CONT'D:

competitive position of the subject enterprise.”

In California, confidentiality is provided by statute. *See* CAL. PUB. UTIL. CODE § 5960 and General Order 169 (Section C of Annual Reports on Broadband and Video Services), stating that, “The Commission will afford this information confidential treatment pursuant to § 5960(d) and § 583 of the CAL PUB. UTIL. CODE and General Order 66-C because disclosure would put a franchisee at an unfair business disadvantage.”

In New Jersey, municipal level subscriber data is filed as confidential information exempted from public disclosure under the New Jersey Open Public Records Act, *N.J.S.A 47:1A 1. et seq.*

**Verizon New England Inc.
d/b/a Verizon Massachusetts**

Commonwealth of Massachusetts

D.T.C. Docket No. 08-12

Respondent: Shawn M. Strickland
Title: VP – FiOS Product Planning
and Execution

REQUEST: Department of Telecommunications and Cable, Set #1

DATED: June 22, 2009

ITEM: D.T.C. – VZ 1-2 Verizon argues that “[c]ompetitors and public stock analysts alike use Massachusetts data in an effort to divine inevitably inaccurate conclusions about Verizon’s performance elsewhere.” Verizon Petition at 8. Verizon further argues that “competitors and public stock analysts misuse the data ... as an indicator of Verizon’s cable penetration nationwide, distorting public perception of Verizon’s performance in the video market.” Verizon Petition at 15-16; Verizon Reply Comments at 7. In addition, Verizon asserts that disclosure of subscribership data “encourages distortion of public perceptions of Verizon’s cable offering” and that disclosure “may improperly influence shareholder stock value.” Verizon Petition at 9, 16. Verizon relies on two analyst reports in support of its arguments. See Verizon Petition at 8-9, 15-16; Verizon Petition at Exhibits D and E.

(a) Is there any specific information or data in the referenced reports (Verizon Petition Exhibits D and E) that causes direct harm to Verizon? If so, please identify the information and provide an explanation as to how it harms Verizon.

(b) To the extent not addressed in response to (a) above, describe in detail the “inaccurate conclusions” and “misuse[s]” by competitors and public stock analysts referred to by Verizon at pages 8 and 15-16 of its Petition.

(c) Describe action[s] Verizon has taken to address or correct these asserted “inaccurate conclusions” and “misuse[s]” by competitors and public stock analysts, including but not limited to, legal action, notices to

shareholders, website postings, U.S. Securities and Exchange Commission ("SEC") filings, etc.

(d) How does Verizon disseminate its Massachusetts FiOS television data to its shareholders, to regulatory entities, and to financial institutions?

(e) Provide copies of notices to shareholders, press releases, and SEC filings that address Verizon's year 2007 FiOS television service within Massachusetts. If electronic links to these documents are available, then provide the applicable web addresses, as well.

(f) Are there any other analyst reports available that have utilized the Department's Form 500 subscribership data with regard to Verizon's FiOS television service within Massachusetts (for instance, reports issued by analysts from such entities as Bear Stearns, Banc of America Securities, Morgan Stanley, Goldman Sachs, Citigroup, Merrill Lynch, and Lehman Brothers)? Provide copies of those reports as well as any attached disclosures to those reports.

(g) A sentence located at the bottom of page 1 of Verizon's Petition Exhibit E states: "See Disclosure Appendix of this report for important disclosures and analyst certifications." Provide a copy of the referenced Disclosure Appendix.

REPLY:

(a) Yes, the Bernstein Report lists in Exhibit 1 Verizon MA's subscribership data by municipality, shows change over time and compares that to Comcast's analogous figures. The UBS Report cites a number of specific examples from the subscribership data and includes a graphic representation of Verizon MA's market share in each municipality compared to time in the market. As Verizon MA tried to explain in the petition, the data itself does not harm Verizon MA (although its disclosure to Verizon MA's competitors by way of the Form 500 does harm Verizon MA, as noted in the Petition). Rather, it is the misuse of this Massachusetts-only data to extrapolate broad conclusions about Verizon's cable performance nationwide that distorts public perception of Verizon's cable offering and is harmful to Verizon's business and the public.

(b) See response to part (a), above.

(c) Following release of the Bernstein Report, Verizon personnel discussed the Report with Bernstein staff in order to correct the conclusions in the Report and reject the use of Massachusetts data to make broad inferences about Verizon's cable performance nationwide. In addition, of course, Verizon MA also filed the Petition in this matter,

REPLY CONT'D:

in the hope of preventing analysts and competitors from obtaining (and misusing) Verizon MA's municipal-level subscribership data so easily in the future.

(d) Verizon does not disclose Massachusetts-specific FiOS television data or subscribership information to shareholders, regulatory entities or financial institutions, other than through the information included on the Form 500. In addition, individual Massachusetts LFAs receive data related to FiOS TV performance solely in the LFA's municipality pursuant to the relevant franchise agreement.

(e) Verizon does not notify its shareholders or make SEC filings that address Verizon MA's FiOS TV service specifically within Massachusetts. Any such notices and/or SEC filings address FiOS TV service as a whole, nationwide. Other than press releases announcing that Verizon had obtained a franchise or opened FiOS TV for business in a specific Massachusetts municipality, Verizon MA has not issued any press releases that address Verizon's year 2007 FiOS television service within Massachusetts.

(f) Verizon MA is not aware of any other reports.

(g) See Attachment DTC-VZ 1-2(g).

**Verizon New England Inc.
d/b/a Verizon Massachusetts**

Commonwealth of Massachusetts

D.T.C. Docket No. 08-12

Respondent: Shawn M. Strickland
Title: VP – FiOS Product Planning
and Execution

REQUEST: Department of Telecommunications and Cable, Set #1

DATED: June 22, 2009

ITEM: D.T.C. – VZ 1-3 With reference to Verizon’s “cost/benefit analysis” discussion, has Verizon conducted its own cost/benefit analysis with regard to Form 500 subscribership data reporting and were monetary values attributed to this analysis? Verizon Reply Comments at 8-9. If Verizon has conducted its own cost/benefit analysis, then provide complete and detailed documentation of that analysis.

REPLY: Yes, Verizon MA’s cost/benefit analysis of continued collection and disclosure of municipal video subscribership data is set forth in its Comments and Reply Comments. Namely, disclosure of this information harms Verizon MA and impairs competition in the video market by enabling entrenched incumbents to target their marketing responses to competition in an effort to thwart competitive entry in their service areas. *See* Verizon Comments at 13-16; Reply Comments at 8-9. In contrast, municipal subscribership data is not essential or relevant to performance of the Department’s duties under Chapter 166A, and its collection on a statewide basis does not further the purposes of the statute. *See* Comments at 11-12, 13. Consequently, the policy costs of collection of municipal subscribership data by the Department (as opposed to individual licensing authorities) far outweigh any benefits that such reporting might afford. Verizon MA has not attempted to reduce this analysis to monetary terms.

**Verizon New England Inc.
d/b/a Verizon Massachusetts**

Commonwealth of Massachusetts

D.T.C. Docket No. 08-12

Respondent: Shawn M. Strickland
Title: VP – FiOS Product Planning
and Execution

DATED: June 22, 2009

ITEM: D.T.C. – VZ 1-4 Verizon asserts that the “disclosure of such information and the resulting distortion in perception of Verizon’s performance in the video market could have a detrimental effect on Verizon’s stock price, its ability to raise capital at competitive rates and the company’s business plans and investment decisions.” Verizon Petition at 9, 16. The affidavit of Shawn M. Strickland does not address this assertion. Verizon Petition Exhibit A. Describe the basis for this assertion and explain whether and to what extent prior disclosure of Verizon’s Form 500 subscribership data has had a detrimental effect on Verizon’s stock price, its ability to raise capital at competitive rates, and/or the company’s business plans and investment decisions.

REPLY: The stock price of any publicly traded company such as Verizon and the ability of such a company to raise capital are affected by any number of factors, ranging from the general business and investment climate to the company’s performance in the market, from government policies to consumer trends. Reports issued by stock market analysts too may affect a company’s stock price and ability to raise capital. Reports like those attached to the Petition, which improperly infer broad conclusions regarding the overall performance of Verizon’s FiOS TV service - an important line of business for the company - across the nation based on limited data from a single state, needlessly risk harm to both Verizon’s stock price and its ability to raise capital, and thus its business plans. Given the multiplicity of relevant factors and the complicated ways in which markets work, Verizon cannot state with assurance that the disclosure of its 2007 Massachusetts municipal-level subscribership data directly caused its stock price to fall or impeded its ability to raise capital, but given the misuse of that data in the past, there is no doubt that disclosure of such data in the future would significantly increase the

REPLY CONT'D:

risk of such harm to the company, not to mention the risk of harm to competition in the CATV marketplace in Massachusetts.

**Verizon New England Inc.
d/b/a Verizon Massachusetts**

Commonwealth of Massachusetts

D.T.C. Docket No. 08-12

Respondent: Shawn M. Strickland
Title: VP – FiOS Product Planning
and Execution

ITEM: D.T.C. – VZ 1-5 Verizon specifies that it is “bringing competitive cable television services to more than 75 cities and towns in Massachusetts and is negotiating franchise agreements with others.” Verizon Petition at 2.

- (a) How many franchises does Verizon currently hold in Massachusetts?
- (b) Does Verizon comply with G.L. c. 166A, § 9 with regard to its payment of franchise fees to each city and town? Furthermore, are there any cities or towns whereby Verizon has negotiated to pay a flat fee or a specific percentage as a part of additional franchise obligations? If so, are Verizon’s annual payments to these cities and towns made in a payment to the city/town separate from the annual payment due under G.L. c. 166A, § 9, or are the payments combined with payments made to satisfy the additional franchise obligations negotiated in the license?
- (c) If Verizon has negotiated to pay its annual franchise fee(s) or obligations based on percentage(s), what is the percentage based upon?
- (d) If Verizon has negotiated to pay its annual franchise fee(s) or obligations based on a flat fee or percentage, please list the number of Massachusetts cities and towns with which Verizon has successfully negotiated this provision.

REPLY:

- (a) Verizon currently holds 97 franchises in Massachusetts.
- (b) Verizon complies with G.L. c. 166A, § 9 with regard to its payment of fifty cents per subscriber to each city and town. Verizon also pays most licensing authorities a flat rate PEG capital grant at negotiated intervals during the term of the franchise agreement. Verizon also pays a specific percentage of gross annual revenues derived from providing cable service for

REPLY CONT'D:

PEG support to most cities and towns on a quarterly basis. The PEG support and PEG capital grant payments are made separate from the annual payment due under G.L. c. 166A, § 9.

- (c) Verizon has negotiated to pay PEG support payments on a percentage of annual gross revenues derived from providing cable service.
- (d) Verizon pays a flat rate PEG capital grant to 93 Massachusetts cities and towns and a percentage based PEG support payment to 94 Massachusetts cities and towns.

**Verizon New England Inc.
d/b/a Verizon Massachusetts**

Commonwealth of Massachusetts

D.T.C. Docket No. 08-12

Respondent: Shawn M. Strickland
Title: VP – FiOS Product Planning
and Execution

REQUEST: Department of Telecommunications and Cable, Set #1

DATED: June 22, 2009

ITEM: D.T.C. – VZ 1-6 Verizon asserts that “the Cable Division’s decision to collect such [subscriberhip] data was not authorized by statute and was arbitrary and capricious.” Verizon Petition at 12.

(a) Are there any instances when Massachusetts state courts have reversed an agency reporting requirement or rule on the basis that the requirement or rule is “arbitrary and capricious” several years after it was implemented? If so, provide citations.

(b) Are there any instances when the Department or other Massachusetts state agencies have reversed prior reporting requirements or rules with the determination that the prior decision made years earlier was “arbitrary and capricious”? If so, provide citations.

REPLY: Verizon is investigating whether Massachusetts state courts or agencies have stricken or reversed agency rules of longstanding. In any event, Section 7 of G.L. c. 30A, the Administrative Procedures Act, provides for judicial review of agency regulations, and neither it nor any rule of administrative law immunizes a regulation from challenge solely on account of its age. Indeed, the United States Supreme Court has held that, “[a] regulation’s age is no antidote to clear inconsistency with a statute....” *Brown v. Gardner*, 513 U.S. 115; 115 S. Ct. 552 (1994) (finding that Veteran’s Affairs regulation of 60 years’ standing was nonetheless invalid).

NEW YORK STATE
DEPARTMENT OF PUBLIC SERVICE
Office of Accounting and Finance
Three Empire State Plaza
Albany, N.Y. 12223
Telephone (518) 474-4508

Enclosed is the form for the Annual Financial Report (AFR) which you are required to file with this Department no later than 90 days after the close of your fiscal year.

Late filing of your Annual Financial Report will subject you to the forfeiture provisions of Article 11, Section 227-a of the Public Service Law. Section 227-a provides, in part, that “[a]ny cable television company which a) shall fail to make and file its annual report as and when required or within such extended time as the Department may allow, or (b) shall fail to make specific answers to any question within the period specified by the Department for the making and filing of such answers, or (c) shall fail to submit such special reports as the Department may, from time to time require, within the period specified by the Department for the submission thereof, shall forfeit to the state the sum of one hundred dollars for each and every day such company shall continue to be in default with respect to such annual report, answer or special report”.

If you require an extension of time in which to file your report such request must be in writing and received by us at least 10 business days before your report is due. A form for requesting an extension of the time in which to file is provided with this notice.

The following instructions are provided to eliminate the most common errors made on prior AFR’s.

When completing the Statement of Profit and Loss:

- 1) Report all revenues at the gross amount earned.**
- 2) Report on line 3 all revenues earned from regulated activities including basic and cable programming service tiers, and equipment rentals and sales.**
- 3) Report on line 4 all revenues earned from non-regulated programming service tiers, including remaining tiers, A la carte, pay per channels and pay per view services.**

When completing the Schedule of Expenses (page 14), report on line 30, column B of the schedule, the programmer supplier costs for pay services in addition to the costs of other fees and royalties paid for broadcast and similar rights. Also, include on line 23, column (c) payments to municipalities or community access organizations for funding PEG access.

Submitting an incorrect AFR will require the submission of an amended AFR.

NOTE: PLEASE MAIL THIS FORM TO:

NEW YORK STATE
DEPARTMENT OF PUBLIC SERVICE
Office of Accounting and Finance
Three Empire State Plaza
Albany, N.Y. 12223

FORM AFR – 1

Annual Financial Report for Period Beginning _____, _____

and Ending _____, _____

Name: _____
Full Name of Cable Television Company

Address: _____
Mailing Address

City: _____ State: _____ Zip Code: _____

Telephone #: _____ FAX #: _____
(Include Area Code) (Include Area Code)

Business Entity: _____

*Indicate if a Sole Proprietorship; Partnership; Limited Partnership; Corporation;
Not for Profit; other (describe).*

Notice

This report shall be filed with the Department by every company providing cable television services, which is required to maintain records in accordance with the Uniform Reporting System, and may be filed by any company providing cable television services, which voluntarily maintains its financial records in accordance with the Uniform Reporting System.

This report shall be filed with the Department within 90 days of the end of your fiscal year.

Part I of this report consists of questions of a general informational nature. Part II consists of financial statements and schedules based on the account descriptions employed on prior year AFR forms. Part III consists of consolidated financial statements that must be completed when one of the following situations exists.

1. Reporting company has an equity interest of 20% or more in another company, or
2. Reporting company operates in whole or in part in a state other than New York or has significant non-cable activities. In such cases, the New York State cable activities will be reported in Part II and all other activities plus New York State activities will be reported in Part III.

Additional instructions for completing Part III are on page 16.

General Instructions

1. All entries are to be in permanent form. Negative amounts are to be enclosed in parentheses.
2. The words "not applicable" are to be shown on any schedules or in reply to any question, which does not apply to respondent.
3. Additional explanations, schedules or statements may be attached to the back of this form for the purpose of further explanation. The additional explanations, schedules or statements shall be cross-referenced to the question, statement or schedules to which they are related.
4. Amounts reported on the AFR shall be rounded to the nearest dollar.
5. If you require assistance phone (518) 474-4508 or write New York State Department of Public Service, Office of Accounting and Finance, Three Empire State Plaza, Albany, N.Y. 12223.

ANNUAL FINANCIAL REPORT (AFR)
REQUEST FOR FILING EXTENSION

Instructions

1. The request must be made by the proprietor, general partner or an officer and received in our office at least 10 business days before your report is due.
2. Give the reason why an extension is needed. Please note that an initial extension, if granted, will normally not exceed 30 days. An additional extension or an extension for longer than 30 days, may be granted upon demonstration of unusual circumstances.
3. Please mail completed form to Chad Hume, Deputy Director-Cable, New York State Department of Public Service, Office of Communications, Three Empire State Plaza, Albany, N.Y. 12223. If you have any questions concerning extensions, please call Pat Johnson at (518) 473-5256 or FAX (518) 486-5727.

Name of Company

Mailing Address

City

State

Zip Code

(Area Code) Phone

(Area Code) FAX

REASON FOR REQUEST

Financial Report for Period Ending

Length of Extension Requested

Signature of Requester

Title

Printed Name of Requester

Date Signed

PART I1. To whom should correspondence and inquiries concerning this report be addressed?

_____	_____
Name	Mailing Address
_____	_____
Title	City
_____	_____
Area Code and Phone #	State Zip Code

2. List below the name of each municipality granting a franchise and each Geographic area you serve in which a franchise has not been granted. In addition, provide information for each municipality and area served as indicated on table below. Indicate operation in a non-franchised area by placing the letter "N" after the area served.

All fractional numbers should be rounded to the nearest tenth.

An illustration is provided for the correct method for filling out the demographic information. The Village of Anywhere has 100 subscribers, 50% penetration, 10.0 miles of plant completed and 10.5 total route miles in franchise area.

Should you serve more localities than space provided, please make additional copies of page 2b.

	A. Franchise Area Served	B. Number of Subscribers	C. Estimated % of Penetration	D. Total Miles of Plant Completed	E. Total Route Miles in Franchise Area
	SAMPLE				
a.	Anywhere, V.	100	50.0	10.0	10.5
1	_____	_____	_____	_____	_____
2	_____	_____	_____	_____	_____
3	_____	_____	_____	_____	_____
4	_____	_____	_____	_____	_____
	(Sub) Total	_____	_____	_____	_____

- A. Identify whether a locality is a city, town, village or unincorporated area by using the following codes:
'C' – City, 'T' – Town, 'V' – Village
- B. Total amount of first or primary outlets not to include additional outlets or other services.
- C. % of penetration – number in Column B divided by number of homes passed.
- D. Total plant miles completed
- E. Total miles of plant required to be constructed in municipality.

	A. Franchise Area Served	B. Number of Subscribers	C. Estimated % of Penetration	D. Total Miles of Plant Completed	E. Total Route Miles in Franchise Area
5					
6					
7					
8					
9					
10					
11					
12					
13					
14					
15					
16					
17					
18					
19					
20					
21					
22					
23					
24					
25					
26					
27					
28					
29					
30					
	(Sub) Total				

-3-

3. At any time during the reporting period did the reporting company own or control 20 % or more of another company?

YES _____

NO _____

If yes, list the name(s) of the companies held.

<u>Name of Company Owned</u>	<u>Percent of Ownership</u>	<u>Included In Part III</u> <u>Yes/No</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

4. Did another company own or control 20% or more of the reporting company during the reporting period?

If yes, list the companies having ownership.

<u>Name of Company</u>	<u>Percent of Ownership</u>
_____	_____
_____	_____
_____	_____
_____	_____
_____	_____

-4-

CERTIFICATION

I certify that I have examined this report and that all statements of fact contained therein are true, complete, and correct to the best of my knowledge, information, and belief and that nothing material has occurred that would require explanation that has not been explained.

Signature

Title

Printed Name of Signer

Date Signed

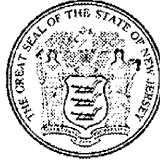
JEANNE M. FOX
President

FREDERICK F. BUTLER
Commissioner

JOSEPH L. FIORDALISO
Commissioner

NICHOLAS ASSELTA
Commissioner

ELIZABETH RANDALL
Commissioner



State of New Jersey
BOARD OF PUBLIC UTILITIES
TWO GATEWAY CENTER
NEWARK, NJ 07102
WWW.NJ.GOV/BPU

Attachment D.T.C VZ 1-1(c)

CELESTE M. FASONE
Director

OFFICE OF CABLE TELEVISION
Tel: (973) 648-3627
Fax: (973) 648-3135

Via Electronic Mail

January 22, 2009

New Jersey State Cable Operators

Re: Cable Facts Questionnaire 2009

Dear Cable Operator:

Attached you will find an electronic version of the 2009 Cable Facts Questionnaire. **There are no changes to the survey from last year's questionnaire.**

While we are requesting filing via electronic mail, if you do not wish to file the document electronically, you may file it via mail on paper or on CD. If you need a paper copy by mail we would be happy to provide it. Please contact Karen Marlowe, Administrative Analyst I, at (973) 648-4969 or karen.marlowe@bpu.state.nj.us and she will send it to you.

We expect this form will be returned to us completed without modification to the form.

Please provide your responses by March 1, 2009 to karen.marlowe@bpu.state.nj.us or by mail to the OCTV. If you have any questions regarding the survey, please contact Karen Marlowe and she will answer them for you.

Thank you for your prompt and complete attention to this matter.

Sincerely,

Celeste M. Fasone

Celeste M. Fasone
Director

/km
Attachment

c: New Jersey Cable Telecommunications Association

Disclosure Appendix

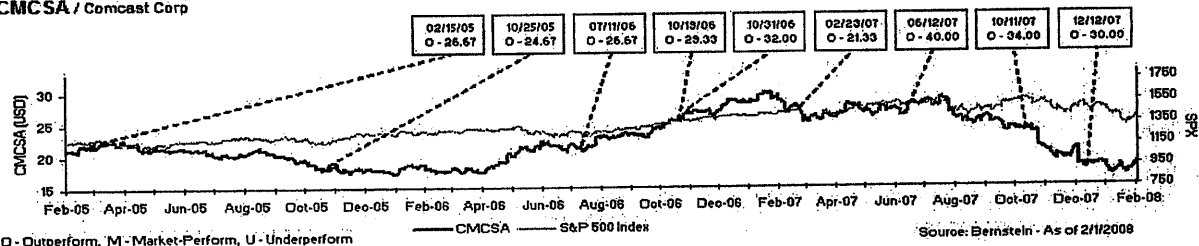
SRO REQUIRED DISCLOSURES

- References to "Bernstein" relate to Sanford C. Bernstein & Co., LLC and Sanford C. Bernstein Limited, collectively.
- Bernstein analysts are compensated based on aggregate contributions to the research franchise as measured by account penetration, productivity and proactivity of investment ideas. No analysts are compensated based on performance in, or contributions to, generating investment banking revenues.
- Bernstein rates stocks based on forecasts of relative performance for the next 6-12 months versus the S&P 500 for U.S. listed stocks and versus the MSCI Pan Europe Index for stocks listed on the European exchanges - unless otherwise specified. We have three categories of ratings:
 - Outperform: Stock will outpace the market index by more than 15 pp in the year ahead.
 - Market-Perform: Stock will perform in line with the market index to within +/-15 pp in the year ahead.
 - Underperform: Stock will trail the performance of the market index by more than 15 pp in the year ahead.
- As of 01/14/2008, Bernstein's ratings were distributed as follows: Outperform/Buy - 46.8%; Market-Perform/Hold - 46.5%; Underperform/Sell - 6.8%.
- Accounts over which Bernstein and/or their affiliates exercise investment discretion own more than 1% of the outstanding common stock of the following companies CMCSA / Comcast Corp, VZ / Verizon.
- Bernstein currently makes a market in the following companies CMCSA / Comcast Corp, VZ / Verizon.
- The following companies are or during the past twelve (12) months were clients of Bernstein, which provided non-investment banking-securities related services and received compensation for such services VZ / Verizon.
- An affiliate of Bernstein received compensation for non-investment banking-securities related services from the following companies VZ / Verizon.

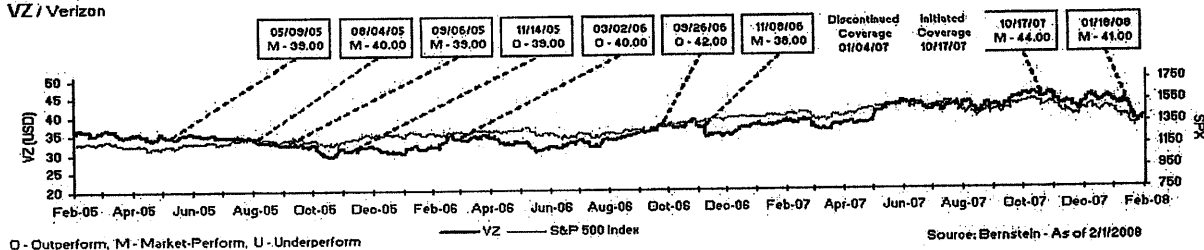
12-Month Rating History as of 02/05/2008

Ticker	Initiated Coverage	Rating
CMCSA	O - 05/29/03	
VZ	M - 10/17/07	

CMCSA / Comcast Corp



VZ / Verizon



OTHER DISCLOSURES

A price movement of a security which may be temporary will not necessarily trigger a recommendation change. Bernstein will advise as and when coverage of securities commences and ceases. Bernstein has no policy or standard as to the frequency of any updates or changes to its coverage policies. Although the definition and application of these methods are based on generally accepted industry practices and models,

please note that there is a range of reasonable variations within these models. The application of models typically depends on forecasts of a range of economic variables, which may include, but not limited to, interest rates, exchange rates, earnings, cash flows and risk factors that are subject to uncertainty and also may change over time. Any valuation is dependent upon the subjective opinion of the analysts carrying out this valuation.

This document may not be passed on to any person in the United Kingdom (i) who is a retail client (ii) unless that person or entity qualifies as an authorised person or exempt person within the meaning of section 19 of the UK Financial Services and Markets Act 2000 (the "Act"), or qualifies as a person to whom the financial promotion restriction imposed by the Act does not apply by virtue of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, or is a person classified as an "professional client" for the purposes of the Conduct of Business Rules of the Financial Services Authority.

To our readers in the United States: Sanford C. Bernstein & Co., LLC is distributing this report in the United States and accepts responsibility for its contents. Any U.S. person receiving this report and wishing to effect securities transactions in any security discussed herein should do so only through Sanford C. Bernstein & Co., LLC.

To our readers in the United Kingdom: This report has been issued or approved for issue in the United Kingdom by Sanford C. Bernstein Limited, authorised and regulated by the Financial Services Authority and located at Devonshire House, 1 Mayfair Place, London W1J 8SB, +44 (0)20-7170-5000.

To our readers in member states of the EEA: This report is being distributed in the EEA by Sanford C. Bernstein Limited, which is authorised and regulated in the United Kingdom by the Financial Services Authority and holds a passport under the Investment Services Directive.

To our readers in Australia: Sanford C. Bernstein & Co., LLC and Sanford C. Bernstein Limited are exempt from the requirement to hold an Australian financial services licence under the Corporations Act 2001 in respect of the provision of the following financial services to wholesale clients:

- providing financial product advice;
- dealing in a financial product;
- making a market for a financial product; and
- providing a custodial or depository service.

Sanford C. Bernstein & Co., LLC and Sanford C. Bernstein Limited are regulated by the Securities and Exchange Commission under U.S. laws and by the Financial Services Authority under U.K. laws, respectively, which differ from Australian laws.

One or more of the officers, directors, or employees of Sanford C. Bernstein & Co., LLC, Sanford C. Bernstein Limited and/or its affiliates may at any time hold, increase or decrease positions in securities of any company mentioned herein.

Bernstein or its affiliates may provide investment management or other services to the pension or profit sharing plans, or employees of any company mentioned herein, and may give advice to others as to investments in such companies. These entities may effect transactions that are similar to or different from those recommended herein.

Bernstein Research Reports are disseminated to our customers through posting on the firm's password protected website, www.bernsteinresearch.com. Additionally, Bernstein Research Reports are available through email, postal mail and commercial research portals. If you wish to alter your current distribution method, please contact your salesperson for details.

Bernstein and/or its affiliates do and seek to do business with companies covered in its research reports. As a result, investors should be aware that Bernstein and/or its affiliates may have a conflict of interest that could affect the objectivity of this report. Investors should consider this report as only a single factor in making their investment decisions.

This report has been published and distributed in accordance with Bernstein's policy for management of conflicts of interest in investment research, a copy of which is available from Sanford C. Bernstein & Co. LLC, Director of Compliance, 1345 Avenue of the Americas, New York, N.Y. 10105 or Sanford C. Bernstein Limited, Director of Compliance, Devonshire House, One Mayfair Place, London W1J 8SB, United Kingdom.

CERTIFICATIONS

- I/(we), Craig Moffett, Senior Analyst(s), certify that all of the views expressed in this report accurately reflect my/(our) personal views about any and all of the subject securities or issuers and that no part of my/(our) compensation was, is, or will be, directly or indirectly, related to the specific recommendations or views in this report.

Approved By: NKO

Copyright 2008, Sanford C. Bernstein & Co., LLC, a subsidiary of AllianceBernstein L.P. ~ 1345 Avenue of the Americas ~ NY, NY 10105 ~ 212/756-4400. All rights reserved.

This publication is not directed to, or intended for distribution to or use by, any person or entity who is a citizen or resident of, or located in any locality, state, country or other jurisdiction where such distribution, publication, availability or use would be contrary to law or regulation or which would subject Bernstein or any of their subsidiaries or affiliates to any registration or licensing requirement within such jurisdiction. This publication is based upon public sources we believe to be reliable, but no representation is made by us that the publication is accurate or complete. We do not undertake to advise you of any change in the reported information or in the opinions herein. This publication was prepared and issued by Bernstein for distribution to eligible counterparties or professional clients. This publication is not an offer to buy or sell any security, and it does not constitute investment, legal or tax advice. The investments referred to herein may not be suitable for you. Investors must make their own investment decisions in consultation with their professional advisors in light of their specific circumstances. The value of investments may fluctuate, and investments that are denominated in foreign currencies may fluctuate in value as a result of exposure to exchange rate movements. Information about past performance of an investment is not necessarily a guide to, indicator of, or assurance of, future performance.