



NATIONAL FOOTBALL LEAGUE

December 20, 2007

ROGER GOODELL
Commissioner

Mr. Glenn A. Britt
President and CEO
Time Warner Cable
One Time Warner Center
17th Floor, North Tower
New York, NY 10019

Re: NFL Network

Dear Glenn:

In an effort to end the NFL Network's carriage dispute with Time Warner as quickly as possible so that our fans and your customers are able to watch our network – including the December 29 Patriots-Giants game – I am now reaching out to you directly with a new and specific proposal to resolve our impasse in a way that will put the interests of our fans, and your customers, first – and do so in time for the December 29 game.

I have attached a term sheet for a binding final-offer, “baseball style” arbitration process into which NFL is prepared immediately to enter with Time Warner. The objective is to have a neutral third party determine the price and tier for NFL Network distribution on Time Warner systems, based on the fair market value of the NFL Network program service.

Because we recognize that final-offer arbitration pursuant to the attached proposal will take time, we will allow you to provide NFL Network to all Time Warner customers immediately upon your written agreement to participate in the arbitration process and to be bound by its result.

You should know, Glenn, that we do not view this proposal as a way to “force” NFL Network carriage “on our terms.” We view it as a way to make sure that your customers can view our programming on fair terms – which the arbitrator could decide are those proposed by us, or those that Time Warner proposes. Either way, however, consumers – including our fans – will be the winners.

We are prepared to leave this arbitration offer open through December 28. I will be available to discuss it at your earliest convenience; my office has standing instructions to get a hold of me whenever you call.

I look forward to hearing from you.

Sincerely,

Handwritten signature of Roger Goodell in black ink.
Roger Goodell