FORM 3	UNITED STA	OMB APPROVAL							
	INITIAL STATE	MENT OF BENEFI	OMB Number: 3235-0104 Expires: January 31, 2005						
(Print or Type Responses)		Estimated average burden hours per response0.							
1. Name and Address of Report	rting Person*	2. Date of Event Requiring Statement (Month/Day/Year)	4. Issuer Name and Ticker or T Comcast Corporation (form	ation): CMCSA and CMCSK					
Roberts Bri	an L.	November 18, 2002							
(Last) (Fir Comcast Corporation 1500 Market Street (Stre	, , ,	3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)	(Check all applicable) Ori x Director o 10% Owner x Officer o Other (specify below) (give title below) 7. Inc President and Chief Executive Officer x Fc		Amendment, Date of iginal (Month/Day/Year) dividual or Joint/Group ling (Check Applicable Line) orm filed by One Reporting Person orm filed by More than One Reporting Person				
Philadelphia PA	A 19102								
(City) (Stat	te) (Zip)	Table I Non-Derivative Securities Beneficially Owned							
1 Title of Security (Instr. 4)		2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ov (Instr. 5)	vnership				
		(1)							
				<u> </u>					

 Reminder:
 Report on a separate line for each class of securities beneficially owned directly or indirectly.

 *
 If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II -- Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Securities: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	or Indirect (I) (Instr. 5)	or Indirect (I)	
				(1)	(1)		

Explanation of Responses:

(1) Shares and options to purchase shares of Issuer common stock were acquired pursuant to the merger of each of Comcast Holdings Corporation (formerly named Comcast Corporation) and AT&T Broadband Corp. with wholly-owned subsidiaries of the Issuer. These acquisitions will be reported on Form 4 on November 20, 2002.

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/s/ Brian L. Roberts

November 18, 2002

** Signature of Reporting Person Brian L. Roberts Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, See Instruction 6 for procedure.