# FORM 3

#### UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

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# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Response	es)		because 50(ii) or the inves	unent company rice or 10 to				
1. Name and Address of Reporting Person*			2. Date of Event Requiring Statement (Month/Day/Year)	Issuer Name and Ticker or Comcast Corporation (form	st Corporation): CMCSA and CMCSK			
BRCC Holdings LLC			November 18, 2002					
(Last) (First) (Middle)  1105 North Market Street Suite 1300			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)		.,	6.If Amendment, Date of Original (Month/Day/Year)		
	(Street)			(give title below)		7. Individual or Joint/Group Filing (Check Applicable Line) x Form filed by One Reporting Person		
Wilmington	DE	19899				o Form filed by More than One Reporting Pers		
(City)	(State)	(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 Bene (Instr. 5)	eficial Ownership		
			(1)					

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

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.

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

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	5. Ownership Form of Derivative Securities:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	- Security	Direct (D) or Indirect (I) (Instr. 5)	
	<u> </u>		<u> </u>		<u> </u>		 
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## Explanation of Responses:

(1) 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.

## BRCC HOLDINGS LLC

/s/ Brian L. Roberts	November 18, 2002
** Signature of Reporting Person	Date
By: Brian L. Roberts, Manager	

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

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