

KNOT INC
Form 4
August 16, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 Responses)

1. Name and Address of Reporting Person *
COMCAST CORP

2. Issuer Name and Ticker or Trading Symbol
KNOT INC [KNOT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1500 MARKET STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/15/2006

____ Director
____ Officer (give title below)
 10% Owner
____ Other (specify below)

PHILADELPHIA, PA 19102

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount		
Common Stock ⁽¹⁾	08/15/2006		S		4,025,590 <u>(2) (3)</u>	D	
					\$ 15.28 <u>(4)</u>		
					0	I	By Comcast TKI Holdings, Inc. and The Comcast Foundation <u>(2) (3)</u>

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

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(9-02)

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- Of the 4,025,590 shares of common stock as having been disposed of, 3,621,508 were owned by Comcast TKI Holdings, Inc., an indirect, wholly-owned subsidiary of Comcast Corporation, and 404,082 were owned by The Comcast Foundation, a non-stock, non-profit charitable organization that is under common control with Comcast Corporation. Comcast TKI Holdings, Inc. is a direct, wholly-owned subsidiary of Comcast QIH, Inc.; Comcast QIH, Inc. is a direct, wholly-owned subsidiary of Comcast Holdings Corporation; Comcast Corporation owns, directly and indirectly, all of the outstanding capital stock of Comcast Holdings Corporation. Comcast TKI Holdings, Inc. acquired the shares owned by it from Comcast QIH, Inc. in an intra-company transfer on April 5, 2006.
- (2)
 - (3) The Comcast Foundation acquired 139,587 and 131,303 shares from Comcast QIH, Inc. on March 21, 2006 and April 5, 2006, respectively, and 133,192 shares from Comcast TKI Holdings, Inc. on July 11, 2006, all of which were charitable gifts.
 - (4) Reflects the public offering price of \$16 per share less the underwriting discounts and commissions.

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

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