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February 1, 2001

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, S.W.—The Portals
TW-B204
Washington, D.C. 20554

Re: Certification of Compliance
Applications of America Online, Inc. and Time Warner Inc.
for Transfer s of Control, CS Docket No. 00-30

Dear Ms. Salas:

The Federal Communications Commission's recently released Order granting the transfer applications of America Online, Inc. ("AOL") and Time Warner Inc. ("Time Warner") sets forth a requirement that the General Counsel of AOL Time Warner Inc. ("AOL Time Warner") certify, upon the merger's closing and annually thereafter, the company's compliance, first, with certain conditions relating to its contractual relationships with AT&T and, second, with Section 631 of the Communications Act (47 U.S.C. § 551).[1] Attached please find AOL Time Warner's required post-consummation certification of compliance.

Kindly direct any questions regarding this matter to the undersigned.

Respectfully submitted,

Peter D. Ross

Peter D. Ross

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Attachment

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[1] *In the Matter of Applications for Consent to the Transfer of Control of Licenses and Section 214 Authorizations by Time Warner Inc. and America Online, Inc., Transferors, to AOL Time Warner Inc., Transferee*, CS Docket No. 00-30, FCC 01-12, ¶¶ 279, 333 (Rel. Jan. 22, 2001).

AOL Time Warner

Paul T. Cappuccio
Executive Vice President,
General Counsel and Secretary

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

January 31, 2001

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, S.W
Washington, D.C. 20554

Re: AOL Time Warner Inc. Certification of Compliance Applications of America Online, Inc. and Time Warner Inc. for Transfers of Control, CS Docket No. 00-30

Dear Ms. Salas:

As required by the FCC's January 11, 2001 Order granting the transfer applications of America Online, Inc. ("AOL") and Time Warner Inc. ("Time Warner"), AOL Time Warner Inc. ("AOL Time Warner") hereby certifies that:

(1) AOL Time Warner has not entered into any agreement with AT&T Corp., tacit or otherwise, that:

(a) gives any AOL Time Warner ISP exclusive access to any AT&T cable system for the purpose of offering high-speed Internet access service; or

(b) affects AT&T's ability to offer any rates, terms or conditions of access to ISPs that are not affiliated with AOL Time Warner.

(2) AOL Time Warner is and will remain in compliance with Section 631 of the Communications Act. [1]

Respectfully submitted,

Paul T. Cappuccio
Executive Vice President,
General Counsel and Secretary
AOL Time Warner Inc.

[1] AOL Time Warner notes that Time Warner Entertainment Company ("TWE") is vigorously defending a class action lawsuit pending in the United States District Court for the Eastern District of New York (Parker v. Time Warner Entertainment Company, CV 98-4265 (ILG) (JMA)). The plaintiffs in this lawsuit allege that TWE has violated Section 631 by disclosing personally identifiable information that it obtained from sources other than its cable subscribers, and that the notices TWE provides to subscribers concerning its practices do not satisfy Section 631. TWE believes that these allegations are wholly without merit and that it remains fully in compliance with Section 631.

AOL Time Warner Inc. • 75 Rockefeller Plaza • New York, NY 10019-6908
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