Ms. Magalie R. Salas  
Secretary  
Federal Communication Commission  
445 12th Street, S.W. – The Portals  
Washington, D.C. 20554

Re: FOR PUBLIC INSPECTION  
Response to June 23, 2000 Request for Further Information  
Applications of America Online, Inc. and Time Warner Inc. for Transfers of Control  
CS Docket No. 00-30

Dear Ms. Salas:

On July 17, 2000, America Online, Inc. ("AOL") and Time Warner Inc. ("Time Warner") jointly submitted their narrative response (accompanied by a separate document production) to the June 23, 2000 letter from Ms. Royce Dickens, Deputy Chief, Policy and Rules Division, the Cable Services Bureau, requesting certain documents and information. As set forth in that production, AOL indicated that certain agreements identified as responsive to the information and document request were the subject of confidentiality provisions and would be produced once AOL has provided the requisite notices and after expiration of required brief waiting periods or receipt of required approvals. Accordingly, transmitted herewith are documents responsive to the June 23, 2000 letter request that were not provided to the Commission on July 17, 2000 because of certain confidentiality provisions.

Two copies of the documents redacted in whole and intended for inclusion in the public record in this proceeding are provided with the version of this cover letter marked "For Public Inspection." The documents are confidential and have been redacted in whole and are submitted with title pages in place of the actual redacted documents for purposes of our public submission. One copy of all documents are being submitted with the version of this cover letter marked “Confidential: Not for Public Inspection.” These materials are being filed under seal with the FCC Secretary’s Office and should not be placed in the public record in this proceeding. Copies of all documents are also being delivered under seal to Royce Dickens and Linda Senecal. All documents submitted herewith by AOL are marked “Confidential: Not for Public Inspection” and “Copying Prohibited” in accordance with the Protective Order adopted in this proceeding on April 6, 2000 (DA 00-780).
Magalie Roman Salas, Secretary
July 26, 2000
Page 2

Please do not hesitate to contact me should you have any questions regarding this letter or the documents produced herewith.

Respectfully submitted,

[Signature]
Peter D. Ross
Counsel for America Online, Inc.

cc w/ Attachment:  Royce Dickens, Cable Services Bureau
Linda Senecal, Cable Services Bureau
AOLTV CONTENT AGREEMENT
AOL TV CONTENT AGREEMENT
AOL TV CONTENT AGREEMENT
AOL TV CONTENT AGREEMENT
AOL TV CONTENT AGREEMENT
AOL TV CONTENT AGREEMENT
INTERACTIVE SERVICES AGREEMENT
MOBILE CHANNEL AGREEMENT
BROADBAND AGREEMENT
COOPERATIVE RESEARCH, DEVELOPMENT, DISTRIBUTION AND MARKETING AGREEMENT
DSL NETWORK SERVICES AGREEMENT AMENDMENT
ACCESS AGREEMENT
NETWORK SERVICES AGREEMENT
SALES AGREEMENT
LICENSE AGREEMENT
PRODUCT INTEGRATION AND MARKETING RELATIONSHIP AGREEMENT
PRODUCT INTEGRATION AND MARKETING AGREEMENT