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October 26, 2000

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

EX PARTE OR LATE FILED

Re: **CS Docket No. 00-30; In the Matter of Applications of America Online, Inc. and Time Warner, Inc. for Transfers of Control Notice of Ex Parte Communication**

Dear Ms. Salas:

This letter provides notice that Lawrence J. Lafaro, of AT&T Corp., and the undersigned, counsel to AT&T, today had telephone conversations with Mr. James Bird of the Office of General Counsel concerning the procedures governing access to confidential documents in the above-captioned proceeding. The undersigned had an additional telephone conversation concerning the same issue yesterday afternoon with Mr. Bird and Mr. Darryl Cooper of the Cable Services Bureau.

We noted AT&T's strong opposition to any modification that would limit access to confidential documents to outside counsel. Recognizing the integrity of in-house counsel and the important contributions their specialized expertise brings to the process of full and fair consideration of the highly technical issues that the Commission routinely confronts in merger and other proceedings, and the legitimate desire of companies to staff some Commission proceedings *only* with in-house counsel, the Commission has long permitted full participation by in-house counsel that are not involved in relevant business decisions. These in-house counsel take their protective order obligations to safeguard confidential information very seriously, and there is no evidence that in-house counsel are more likely than outside counsel inadvertently to disclose confidential information. Finally, because the implications of any prohibition on in-house counsel access to confidential information go well beyond the scope of this proceeding, it would be inappropriate to modify the standard procedures here without formal notice and a full opportunity for all interested parties to comment (including parties that have not actively participated in this proceeding). Please direct any questions to the undersigned.

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Sincerely

A handwritten signature in black ink, appearing to be 'DL' with a long horizontal stroke extending to the right.

David L. Lawson

cc: Mr. James Bird
Mr. Darryl Cooper
Ms. Linda Senecal
Mr. Royce Dickens