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October 24, 2000

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

EX PARTE OR LATE FILED

Ms. Deborah Lathen
Dr. Robert Pepper
Mr. Gerald Faulhaber
Mr. Darryl Cooper
Federal Communications Commission
445 12th Street, S.W.
Washington, D.C. 20554

**Re: Applications of America Online, Inc. and Time Warner Inc.
for Transfers of Control (CS Docket No 00-30)
PREVIOUSLY SUBMITTED OCTOBER 11, 2000
CONFIDENTIAL EX PARTE LETTER FILED UNDER SEAL**

Dear Ms. Lathen, Dr. Pepper, and Messrs. Faulhaber and Cooper,

Enclosed is a copy of the Confidential *Ex Parte* Letter filed under seal by the undersigned on October 11, with portions highlighted that respond specifically to various assertions in AOL's October 19 *Ex Parte* letter.

This letter without the enclosure is being submitted to the Secretary for inclusion in the above-captioned docket for public inspection. Please do not hesitate to contact me if you have any questions.

Sincerely,


Gerard J. Waldron

Enclosure

cc: Ms. Magalie Roman Salas (cover letter only)
Ms. Karen Onyeije
Ms. Kathy Brown
Ms. Royce Dickens
Ms. Linda Senecal

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