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MAR 5 2001

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

**BY HAND DELIVERY**

March 5, 2001

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

**RE: Certification of Compliance with Protective Order in Applications of  
America Online, Inc. and Time Warner, Inc. for Transfers of Control,  
CS Docket No. 00-30.**

Dear Ms. Salas:

Paragraph 13 of the Protective Order in the above captioned proceeding adopted by the Commission on April 6, 2000 (DA 00-780), and thereafter amended on October 27, 2000 (DA 00-2434) and on December 7, 2000 (DA 00-2774), requires the filing of a certification of compliance regarding the retention of stamped confidential documents and any material derived therefrom not more than three weeks after conclusion of this proceeding, which includes any administrative or judicial review.

The undersigned attorneys for The Walt Disney Company hereby certify that: (1) the undersigned attorneys at no time had copies of stamped confidential documents submitted in this proceeding by AOL or Time Warner; and (2) the undersigned attorneys have not retained any material whatsoever derived from stamped confidential documents submitted in this proceeding by AOL or Time Warner with the exception of two copies of each pleading containing confidential information prepared and filed on behalf of The Walt Disney Company in this docket.

Also appended hereto are the executed certificates of Scott F. Weisman, James F. Rill, James W. Olson, Marc Schildkraut and Lisa Jose Fales of Howrey, Simon, Arnold & White, attesting that they never possessed any Stamped Confidential Documents and have retained no material derived therefrom.

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Ms. Magalie Roman Salas

March 5, 2001

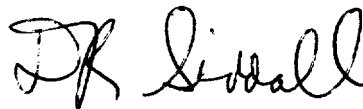
Page 2

A copy of this certification of compliance is being served on Peter D. Ross, counsel for AOL, and Arthur H. Harding, counsel for Time Warner. Please contact this office if you have any questions.

Respectfully submitted,



Lawrence R. Sidman



David R. Siddall



Eric T. Werner



Lawrence Duncan, III

cc: Peter D. Ross, counsel for AOL  
Arthur H. Harding, counsel for Time Warner

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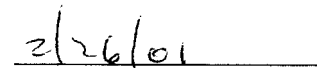
Applications of America Online, Inc.  
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CS Docket No. 00-30

**CERTIFICATE OF COMPLIANCE WITH PROTECTIVE ORDER**

I hereby certify, pursuant to Paragraph 13 of the Protective Order in the above-captioned proceeding, that I never was in possession of Stamped Confidential Documents as defined in the Protective Order and have retained no material whatsoever derived from Stamped Confidential Documents.

  
\_\_\_\_\_  
Scott F. Weisman

  
\_\_\_\_\_  
Date

In the Matter of

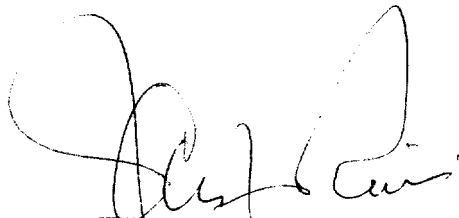
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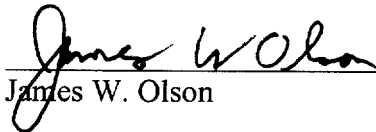
  
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James F. Rill

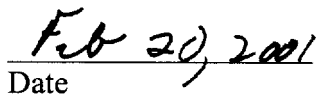
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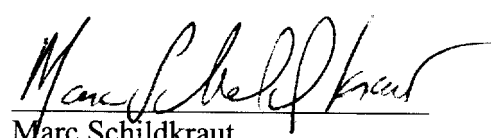
  
James W. Olson

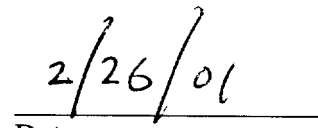
  
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Marc Schildkraut

  
\_\_\_\_\_  
Date

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 2/23/01  
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Lisa Jose Fales Date