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December 21, 2000

BY HAND DELIVERY

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

RECEIVED

DEC 21 2000

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Re: **Applications of America Online, Inc. and Time Warner Inc. for
Transfers of Control (CS Docket No 00-30) ✓
Notice of Ex Parte Communication**

Dear Ms. Salas:

This letter is to inform the Commission that on December 20, the undersigned had a conversation with Jay Friedman, Legal Advisor to Commissioner Tristani, to discuss possible remedies regarding Instant Messaging ("IM") interoperability in the context of the above-captioned proceeding.

We discussed the advantages of imposing a "date certain" requirement whereby AOL would be required to enable the customers of third party IM providers to communicate with AOL's IM customers by a date certain. We focused on the need for a workable enforcement mechanism in this context. We also discussed conditioning the merged entity's offering of any IM service using Time Warner's cable facilities on AOL's first achieving interoperability with third party IM providers. We explored the relative advantages of this approach to achieve the goal of IM interoperability.

The Commission should consider a number of mechanisms to make an IM remedy more meaningful and effective. For example, in its Decision and Order on the AOL/Time Warner merger, the Federal Trade Commission imposed a number of conditions on the parties, such as using a Monitor Trustee to oversee the merged company's compliance with all of its obligations and imposing reporting requirements that detail the manner and form in which AOL intends to comply, is complying, and has complied with the Order.

Please do not hesitate to contact me if we may provide you with further information.

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Sincerely,

A handwritten signature in black ink, appearing to read "G. Waldron". The signature is fluid and cursive, with a long horizontal stroke at the end.

Gerard J. Waldron

cc: Mr. William Jay Friedman
Ms. Royce Dickens
Ms. Linda Senecal
Mr. Jim Bird
International Transcription Services, Inc.