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January 2, 2001

BY HAND DELIVERY

Ms. Magalie Roman Salas
Secretary
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)
Notice of Ex Parte Communication**

Dear Ms. Salas:

This letter is to inform the Commission that on December 29, 2000, the undersigned spoke with Mark Schneider, Senior Legal Advisor to Commissioner Ness, and Kathy Brown, Chief of Staff to Chairman Kennard; Erin Egan and the undersigned spoke with Jay Friedman, Legal Advisor to Commissioner Tristani; and Steve Liffick, Product Unit Manager for MSN Messenger, and Marc Berejka of Microsoft Corporation spoke with Mr. Friedman, Mr. Schneider, and Karen Onyeije, Legal Advisor to Chairman Kennard, regarding the need for the Commission to condition approval of the AOL/Time Warner merger on meaningful and enforceable requirements that facilitate IM interoperability across diverse systems provided by competitive IM providers. In addition, Mr. Berejka and Ms. Egan discussed on December 28, 2000, server-to-server interoperability with Mr. Friedman.

These conversations emphasized that at minimum the Commission should obligate AOL to enter into multiple contracts with leading IM providers to allow for interoperability prior to offering any advanced services over the broadband infrastructure of Time Warner's cable systems. Failure to take this modest step is counter to the public interest because it threatens the openness of the Internet and the development of innovation and competition in the market for IM services.

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

Sincerely,

Gerard J. Waldron

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cc: Ms. Kathy Brown
Ms. Karen Onyeije
Mr. Mark Schneider
Mr. Jay Friedman
Ms. Royce Dickens
Ms. Linda Senecal
Mr. Jim Bird
International Transcription Services, Inc.