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January 8, 2001

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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 Presentation**

Dear Ms. Salas:

Submitted herewith pursuant to Section 1.1206(b)(2) of the Commission's rules are an original and one copy of a notice regarding permitted oral ex parte presentations in the above-captioned proceeding. On January 5, 2001, the undersigned had conversations with Jay Friedman, Senior Legal Advisor to Commissioner Tristani, David Goodfriend, Legal Advisor to Commissioner Ness, and Kathy Brown, Chief of Staff to Chairman Kennard, and on January 7, 2001, Marc Berejka of Microsoft Corp. spoke with Mark Schneider, Senior Legal Advisor to Commissioner Ness, to discuss the imposition of meaningful and enforceable conditions in the merger. We stressed the need for conditions that will enable multiple parties to participate in the IM and broadband markets. We also reiterated the points raised in our January 4, 2001, ex parte letter regarding the elements of a workable and enforceable condition. In addition, on January 5, 2001, Mr. Berejka corresponded with Ms. Brown, Mr. Goodfriend, Kyle Dixon, Legal Advisor to Commissioner Powell, Mr. Friedman, and Helgi Walker, Senior Legal Advisor to Commissioner Furchtgott-Roth, regarding IM and how strong competition in the ISP market will best serve consumers' interests.

Kindly address any questions to the undersigned.

Sincerely,



Gerard J. Waldron
Counsel to Microsoft

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cc: Ms. Kathy Brown
Mr. Mark Schneider
Mr. David Goodfriend
Mr. Kyle Dixon
Mr. Jay Friedman
Ms. Helgi Walker
Ms. Royce Dickens
Ms. Linda Senecal
Mr. Jim Bird
International Transcription Services, Inc.