

ORIGINAL



FLEISCHMAN AND WALSH, L. L. P.

ATTORNEYS AT LAW

A PARTNERSHIP INCLUDING A PROFESSIONAL CORPORATION

1400 SIXTEENTH STREET, N. W.

WASHINGTON, D. C. 20036

TEL (202) 939-7900 FAX (202) 745-0916

INTERNET www.fw-law.com

RECEIVED

SEP 6 2000

FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

AARON I. FLEISCHMAN

FLEISCHMAN AND WALSH, P. C.
CHARLES S. WALSH
ARTHUR H. HARDING
STUART F. FELDSTEIN
JEFFRY L. HARDIN
STEPHEN A. BOUCHARD
R. BRUCE BECKNER
CHRISTOPHER G. WOOD
SETH A. DAVIDSON
JAMES F. MORIARTY
MATTHEW D. EMMER
HOWARD A. TOPEL
LOUIS H. DUPART*
SHARON O'MALLEY MONAHAN**
LAWRENCE R. FREEDMAN
ERIC E. BREISACH***
JOEL D. BONFIGLIO

JILL KLEPPE McCLELLAND
REGINA FAMIGLIETTI PACE
CRAIG A. GILLEY
SUSAN A. MORT
MARK D. PIHLSTROM
BETH-SHERRI AKYEREKO
BRIAN C. MALADY
THOMAS E. KNIGHT
SETH M. WARNER
MARK B. DENBO+
CARA E. SHEPPARD
STEVEN J. HAMRICK
KEVIN C. BRENNAN
FILOMENA D'ELIA
ARDEN T. PHILLIPS +
PATRICK L. GILMORE +
RICHARD L. DAVIS
S. JENELL TRIGG
JENNIFER B. TOMCHIN
SHARI L. WILKOZEK ++
LISA CHANDLER CORDELL
SUSAN LYNCH JORDAN +
DAVID J. LAVAN ++
AIMEE E. KNAPP +
MICHAEL W. RICHARDS +

EX PARTE OR LATE FILED

FOR PUBLIC INSPECTION

September 6, 2000

* VA BAR ONLY
** MA BAR ONLY
*** MI AND IL BAR ONLY
+ MD BAR ONLY
++ IL BAR ONLY
+++ NY BAR ONLY

Ex Parte

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Room TW-B204
Washington, D.C. 20554

Re: Applications of America Online, Inc. and Time Warner Inc. for Transfers
of Control, CS Docket No. 00-30

Dear Ms. Salas:

Time Warner Inc. ("Time Warner") herein produces for inclusion in the public record in this proceeding certain documents filed with the SEC pertaining to the Time Warner Entertainment Company, L.P. ("TWE") partnership agreement requested by FCC staff. Included in this submission are certain documents from the SEC's files previously submitted to the FCC on September 1, 2000 as confidential documents that should now be placed in the public record. In addition, our search of the SEC's files produced additional documents pertaining to TWE that may be of interest to the FCC in its merger review and that, accordingly, are herein produced for inclusion in the public record. An original and one copy of all such SEC documents are submitted herewith, with copies also being delivered to Royce Dickens and Linda Senecal.

~~NOT FOR PUBLIC INSPECTION~~

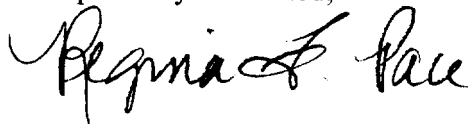
No. of Copies rec'd
List A B C D E

01/01

Ms. Magalie Roman Salas
September 6, 2000
Page 2

Should there be any questions regarding this matter, please contact the undersigned directly.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Regina F. Pace". The signature is written in a cursive style with a large initial 'R' and 'P'.

Regina Famiglietti Pace
Counsel for Time Warner Inc.

Enclosures

cc: Royce Dickens
Linda Senecal

\\ODMA\MHODMA\iManage;124311;1

DOCUMENT OFF-LINE

This page has been substituted for one of the following:

o An oversize page or document (such as a map) which was too large to be scanned into the ECFS system.

o Microfilm, microform, certain photographs or videotape.

● Other materials which, for one reason or another, could not be scanned into the ECFS system.

The actual document, page(s) or materials may be reviewed by contacting an Information Technician at the FCC Reference Information Center, at 445 12th Street, SW, Washington, DC, Room CY-A257. Please note the applicable docket or rulemaking number, document type and any other relevant information about the document in order to ensure speedy retrieval by the Information Technician.

Four Securities and Exchange
Commission forms 8-K, dated
8-3-99, 10-29-91, 6-26-92 + 5-16-93.
One Securities and Exchange Commission
form 10-K for the fiscal year ended
December 31, 1999.