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FOR PUBLIC INSPECTION

November 28, 2000

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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:

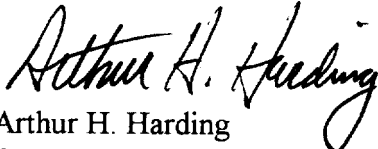
Time Warner Inc. ("Time Warner") herein produces version 0.4.1 of a "White Paper," a confidential document that has been requested by FCC staff. One copy of this confidential document is being submitted with the version of this cover letter marked "Confidential: Not for Public Inspection" and is being filed under seal with the FCC Secretary's Office and should not be placed in the public record in this proceeding. Copies of the confidential document are also being delivered under seal to Royce Dickens and Linda Senecal. The confidential document submitted by Time Warner is marked "Confidential: Not for Public Inspection" and "Copying Prohibited" in accordance with the Protective Order adopted in this proceeding on April 6, 2000 (DA 00-780) and amended on October 27, 2000 (DA 00-2434). Two copies of the version of this cover letter marked "For Public Inspection" are also being filed for inclusion in the public record in this proceeding.

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Ms. Magalie Roman Salas
November 28, 2000
Page 2

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

Respectfully submitted,



Arthur H. Harding
Counsel for Time Warner Inc.

Enclosure

cc: Royce Dickens
Linda Senecal

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