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December 10, 1998

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
1919 M Street, N.W., Room 222
Washington, DC 20554

Re: Ex Parte Meeting - CS Docket No. 98-178
In the Matter of Applications for Transfer of
Control to AT&T Corp. of Licenses and
Authorizations held by Tele-Communications, Inc.

Dear Ms. Salas:

On Wednesday, December 9, 1998, Wesley R. Heppler and Marlene Presley, representing TCI, and Mark D. Schneider, representing AT&T, met with Royce Dickens, Richard Kalb, and Ronald Parver of the Cable Services Bureau. During this meeting, we discussed the FCC's processing of applications filed by TCI and its affiliates during the period in which the above-referenced merger applications are pending. Specifically, the participants in the meeting discussed the request that any grant of the above-referenced applications include the authority for AT&T to acquire control of any authorization issued to TCI or its subsidiaries and affiliates during the Commission's consideration of the transfer of control applications and the period required for consummation of the transaction following Commission approval and applications that will have been filed by such licensees and that are pending at the time of consummation of the proposed transfer of control.

Two copies of this notice are being submitted to the Secretary of the FCC in accordance with Section 12.1206(a)(2) of the Commission's rules.

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Ms. Magalie Roman Salas
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Any questions or inquiries regarding this matter should
be directed to the undersigned.

Sincerely,

A handwritten signature in cursive script that reads "Mark D. Schneider".

Mark D. Schneider

cc: Royce Dickens
Richard Kalb
Ronald Parver
Wesley R. Heppler