

EX PARTE OR LATE FILED



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December 18, 1998

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 Twelfth Street, SW, Room TWB-204
Washington, D.C. 20554

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

Dear Ms. Roman Salas:

On Thursday, December 17, 1998, John Zeglis, AT&T's President, Leonard Cali, and I met with Commissioner Gloria Tristani and Paul Gallant, Legal Advisor. During the meeting, Mr. Zeglis described the business reasons for AT&T's acquisition of TCI and emphasized AT&T's need to provide a local telephony alternative to its residential customers. He also generally reviewed the upgrades needed to enable TCI's cable plant to provide two-way, local services and the costs of and difficulties with deploying those upgrades. Mr. Zeglis further explained the substantial disincentive to AT&T's and TCI's investment in broadband plant that would result from the imposition of common carrier obligations on that plant. He affirmed AT&T's proud history of serving customers in all neighborhoods and AT&T's commitment to fully comply with the Cable Act's anti-redlining provisions. Finally, we discussed narrowband and broadband access to Internet and online services providers. The discussion on these issues reflected data and arguments presented in AT&T's filings.

Two copies of this Notice are being submitted to the Secretary of the FCC in accordance with Section 1.1206(a)(2) of the Commission's rules.

Sincerely,

A handwritten signature in cursive script that reads "Betsy J. Brady".

cc: Commissioner Gloria Tristani
Paul Gallant

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