

EX PARTE OR LATE FILED



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December 18, 1998

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

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FEDERAL COMMUNICATIONS COMMISSION
OFFICE OF THE SECRETARY

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, of AT&T, met with Chairman William Kennard, Ari Fitzgerald and Thomas Power, of the Chairman's Office, Regina Kenney and Rebecca Arbogast of the International Bureau, and Thomas Krattenmaker and William Rogerson of the Office of Plans and Policy. 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,

cc: Chairman William Kennard
Rebecca Arbogast
Ari Fitzgerald
Regina Kenney

Thomas Krattenmaker
Thomas Power
William Rogerson

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