

ORIGINAL



December 2, 1999

AT&T Broadband & Internet Service  
P.O. Box 5630  
Denver, CO 80217-5630

Magalie Roman Salas  
Secretary  
Federal Communications Commission  
The Portals  
445 12th Street, S.W.  
Washington, D C. 20554

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

EX PARTE OR LATE FILED

Re: *Ex Parte* Submission  
MM Docket No. 92-264  
CS Docket No. 99-251

Dear Ms. Salas:

Pursuant to Paragraph 76 of the Commission's Memorandum Opinion and Order on Reconsideration, MM Docket No. 92-264, FCC 98-138 (released June 26, 1998), Tele-Communications, Inc. ("TCI") hereby notifies the Commission that on December 3, 1999, TCI anticipates it will enter into a transaction with Century Communications Corporation ("Century") whereby affiliates of TCI and affiliates of Century will contribute cable system assets to a joint venture formed between the parties.

Based on available data, and assuming the most conservative interpretation of the Commission's current attribution rules, TCI estimates that prior to the transaction it had approximately 33,194,000 cable homes passed and after the transaction it will have approximately 34,120,000 cable homes passed.

In addition, TCI notes that on November 24, 1999 AT&T Corp. ("AT&T") filed an *ex parte* letter with the Commission in CS Docket No. 99-251 that documents AT&T's approximate percentage of MVPD subscribers nationwide both before and after consummation of its proposed merger with MediaOne ("*Ex Parte* Letter"). The Century transaction described above will add approximately 520,000 subscribers to AT&T's current subscribers and will affect the subscriber numbers and percentages reported in the *Ex Parte* Letter.<sup>1</sup> First, after the Century transaction is completed, AT&T will be attributed with approximately 21,143,000 MVPD subscribers, and its percentage of total MVPD subscribers will be approximately 26% (*i.e.*, 21,143,000 ÷ 81,400,000).<sup>2</sup> Second, taking into account the four pending transactions described in the

<sup>1</sup> See *Ex Parte* Letter at 5-8 for the AT&T subscriber numbers and percentages prior to the Century transaction.

<sup>2</sup> As noted in the *Ex Parte* Letter, the 81.4 million MVPD subscriber number is the

(footnote continued ...)

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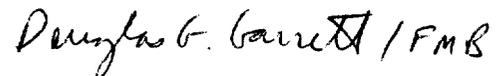
Ms. Magalie Roman Salas  
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*Ex Parte* Letter (three of which will be completed prior to the closing of the MediaOne merger, and one soon thereafter),<sup>3</sup> AT&T will be attributed with approximately 17,515,000 MVPD subscribers, and its percentage of total MVPD subscribers will be approximately 21.5% (*i.e.*,  $17,515,000 \div 81,400,000$ ). Third, after the proposed merger with MediaOne is completed, AT&T will be attributed with approximately 22,515,000 MVPD subscribers, and its percentage of total MVPD subscribers will be approximately 27.7% (*i.e.*,  $22,515,000 \div 81,400,000$ ).<sup>4</sup>

In order to assist parties who wish to comment on AT&T's *Ex Parte* Letter pursuant to the Commission's November 30, 1999 Public Notice,<sup>5</sup> AT&T is simultaneously filing this letter in CS Docket No. 99-251.

An original and four (4) copies of this letter and attachment are submitted herewith in accordance with Section 1.1206(b) of the Commission's rules.

Sincerely,



Douglas G. Garrett  
Senior Regulatory Counsel

DGG:jjb

cc: See attached service list

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(... footnote continued)

September, 1999 total from *The Kagan Media Index*, October 31, 1999, at 8. *Ex Parte* Letter at n. 14.

<sup>3</sup> See *Ex Parte* Letter at 7.

<sup>4</sup> The 81.4 million MVPD subscriber figure is a conservative denominator for the *post-merger* calculation given that Kagan estimates that the year-end total of MVPD subscribers will be 83.1 million. See *Kagan Cable Program Investor*, July 14, 1999, at 4; *Ex Parte* Letter at n. 14. In addition, even if AT&T does not complete the exchange of interests in cable systems with Comcast Corporation prior to closing the proposed MediaOne merger, AT&T (including the Century transaction) will still be attributed with less than 30% of all MVPD subscribers at the time the MediaOne merger is closed. See *Ex Parte* Letter at n. 16.

<sup>5</sup> See *Public Notice*, AT&T Corp. and MediaOne Group, Inc. File Submission on Compliance with New Cable Ownership Rules, CS Docket No. 99-251, DA 99-2661 (November 30, 1999).

## CERTIFICATE OF SERVICE

I, Laura Dennis, do hereby certify that I caused one copy of the foregoing *Ex Parte* letter of Tele-Communications, Inc. to be served by hand delivery on all parties on the attached service list, this 2nd day of December 1999.

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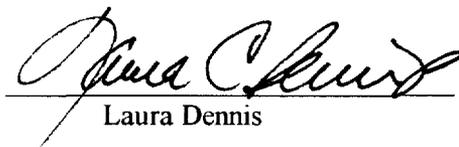
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