

ORIGINAL



**AT&T**

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December 9, 1999  
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DEC - 9 1999

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

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

Re: Ex Parte Contact  
In the Matter of Implementation of Section 11(c) of the Cable Television  
Consumer Protection and Competition Act of 1992, MM Docket No. 92-  
264; In the Matter of Applications for Transfer of Control to AT&T Corp.  
("AT&T") of Licenses and Authorizations Held by MediaOne Group, Inc.  
("MediaOne"), CS Docket No. 99-251; and In the Matter of Implementation  
of the Cable Television Consumer Protection and Competition Act of 1992,  
CS Docket No. 98-82.

Dear Ms. Salas:

On December 8, 1999, Marilyn Wasser, Mark Rosenblum, and the undersigned, of AT&T, Susan Eid of MediaOne, and Michael Hammer of Willkie Farr & Gallagher, met with Thomas Power, Legal Advisor to Chairman Kennard, David Goodfriend, Legal Advisor to Commissioner Ness, Rick Chessen, Legal Advisor to Commissioner Tristani, and Clint Odom of Commissioner Powell's office. During the meeting, we reviewed the corporate structure of AT&T and Liberty Media Group and the separate nature of Liberty Media Group's and AT&T's respective businesses. We also described the various features that ensure Liberty Media Group's operational independence. Finally, we discussed the management structure of Time Warner Entertainment, and MediaOne's rights under that structure.

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

Sincerely,

cc: T. Power  
D. Goodfriend  
R. Chessen  
C. Odom