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

February 29, 2000

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

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FEB 29 2000

FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

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

Dear Ms. Salas:

Pursuant to Paragraph 93 of the Commission's Third Report and Order, MM Docket No. 92-264, FCC 99-289 (released October 20, 1998), Tele-Communications, Inc. ("TCI") hereby notifies the Commission that on March 1, 2000, TCI anticipates that it will close the following transactions: (1) acquisition of SMATV systems in California, Idaho, and Nevada from Cable Plus Holding Company, Cable Plus Company, LP, Cable Plus Communications, Inc., and Cable Plus/96 LLC ("First Cable Plus Transaction"); and (2) sale of all of its interest in cable systems in Rock Port, Tarkio, Fairfax, and Atchison County, Missouri to Rock Port Cablevision, Inc. ("Rock Port Transaction"). In addition, on May 1, 2000, TCI anticipates that it will close a transaction in which it will acquire SMATV systems in California, Colorado, and Utah from Cable Plus Holding Company, Cable Plus Company, LP, Cable Plus Communications, Inc., and Cable Plus/96 LLC ("Second Cable Plus Transaction").

Based on available data, and assuming the most conservative interpretation of the Commission's current attribution rules, TCI estimates that prior to the First Cable Plus Transaction, the Second Cable Plus Transaction, and the Rock Port Transaction it was attributed with approximately 19,639,000 MVPD subscribers, and after these transactions it will be attributed with approximately 19,646,000 MVPD subscribers.<sup>1</sup>

<sup>1</sup> TCI recognizes that under the revised cable ownership rules it is required to notify the Commission of all acquisitions of new multichannel video programming providers "concurrent with its applications to the Commission for transfer of licenses at issue in the acquisition." 47 C.F.R. § 76.503(g). However, TCI notes that there are a few situations in which TCI filed pending license transfer applications with the Commission prior to the 2/9/00 effective date of this new rule (see 64 FR 67198). In the interest of reducing complexity and facilitating a smooth transition to the Commission's new rule, TCI will continue to report to the Commission on these (footnote continued ...)

Ms Magalie Roman Salas  
February 29, 2000  
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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,

A handwritten signature in black ink, appearing to read 'Douglas G. Garrett', with a long horizontal flourish extending to the right.

Douglas G. Garrett  
Senior Regulatory Counsel

DGG:ymb

cc: See attached service list

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(... footnote continued)

pending transactions prior to their closing. This approach for treating pending transactions during the transition to the new rule is particularly reasonable since TCI's pending deals in the aggregate represent a net reduction of several hundred thousand TCI subscribers. With respect to the transactions described in this letter, the First Cable Plus Transaction and the Second Cable Plus Transaction do not involve the transfer of any CARS licenses, and it was therefore believed that filing notification prior to closing of these transactions would be appropriate. However, the undersigned recently learned that these transactions do involve the transfer of one common carrier point-to-point microwave license (transfer application filed on February 11, 2000), and filed this notification as soon as practicable after becoming aware of that fact. The Rock Port Transaction does not involve the transfer of any Commission licenses.

## CERTIFICATE OF SERVICE

I, Robin Smith, 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 29th day of February, 2000.

Deborah Lathen  
Chief  
Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 3-C754  
Washington, DC 20554

Robert Pepper  
Office of Plans & Policy  
Federal Communications Commission  
445 12th Street, S.W.  
Room 7-C347  
Washington, DC 20554

Chris Wright  
Office of General Counsel  
Federal Communications Commission  
445 12th Street, S.W.  
Room 8-C723  
Washington, DC 20554

Howard Shelanski  
Office of Plans & Policy  
Federal Communications Commission  
445 12th Street, S.W.  
Room 7-C347  
Washington, DC 20554

Sunil Daluvoy  
Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 4-A737  
Washington, DC 20554

To-Quyen Truong  
Associate Chief, Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 3-C488  
Washington, DC 20554

Darryl Cooper  
Cable Services Bureau  
Office of Plans & Policy  
Federal Communications Commission  
445 12th Street, S.W.  
Room 4-A831  
Washington, DC 20554

Royce Dickens (2 copies)  
Deputy Chief, Policy and Rules Division  
Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 4-A831  
Washington, DC 20554

William H. Johnson  
Deputy Chief/Cable Services Bureau  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 3-C742  
Washington, DC 20554

Helgi C. Walker  
Legal Advisor  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 8-A302  
Washington, DC 20554

Tom Power  
Legal Advisor  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 8-B201  
Washington, DC 20554

Rick Chessen  
Senior Legal Advisor  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 8-C302  
Washington, DC 20554

Marsha MacBride  
Legal Advisor  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 8-A204  
Washington, DC 20554

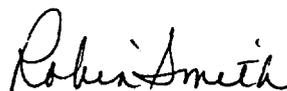
David Goodfriend  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 8-B115  
Washington, DC 20554

Don Wang  
International Transcription Service  
1231 20th Street, N.W.  
Washington, DC 20036-2307

Kathryn Brown  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 8-A204  
Washington, DC 20554

Andrew Jay Schwartzman  
President and CEO  
Media Access Project  
950 18th Street, N.W.  
Suite 220  
Washington, D.C. 20006

Anne Levine  
Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 4-A737  
Washington, DC 20554



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Robin Smith