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March 24, 2000

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
455 12th Street, S.W.
Washington, D.C. 20554

Re: *Merger of AT&T and MediaOne*, CS Docket No. 99-251
Merger of AOL and Time Warner, CS Docket No. 00-30

Dear Ms. Salas:

Yesterday, David Wheeler, May Chan, and the undersigned met with To-Quyen Truong, Royce Dickens, John Norton, Carl Kandutsch, and Anne Levine of the Cable Services Bureau. The purpose of the meeting was to discuss GTE's proposed conditions on the AT&T/MediaOne merger, the overlapping ownership interests between AT&T/MediaOne and AOL/Time Warner, and the effect that these overlapping interests will have on the post-merger incentives of AOL/Time Warner to compete vigorously with a combined AT&T/MediaOne.

The meeting also covered AOL's post-merger incentives to support multiple broadband platforms and the possibility that AT&T may negotiate a deal with AOL that is competitively non-neutral vis-à-vis other Internet Service Providers. Possible merger conditions were also discussed, and these conditions were consistent with those detailed in GTE's written submissions in the AT&T/MediaOne docket.

Sincerely,

A handwritten signature in black ink, appearing to read "John P. Frantz".

John P. Frantz

cc: To-Quyen Truong
Royce Dickens
John Norton
Carl Kandutsch
Anne Levine