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

March 27, 2000

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

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

**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), AT&T Broadband, L.L.C. ("AT&T") hereby notifies the Commission that on April 1, 2000, AT&T anticipates that it will close a transaction with Midcontinent Media, Inc. ("Midcontinent") and Sioux Falls Cable Television ("Sioux Falls") whereby affiliates of AT&T and affiliates of Midcontinent and Sioux Falls will contribute cable system assets in Minnesota, Nebraska, North Dakota, and South Dakota to a joint venture formed between AT&T and Midcontinent.

Based on available data, and assuming the most conservative interpretation of the Commission's current attribution rules, AT&T estimates that prior to this transaction it was attributed with approximately 19,036,000 MVPD subscribers,<sup>1</sup> and after this transaction it will be attributed with approximately 19,101,000 MVPD subscribers.<sup>2</sup>

<sup>1</sup> The 19,036,000 figure for current AT&T subscribers prior to the above transaction is taken from AT&T's *ex parte* letter to the Commission filed in the above-captioned dockets on March 21, 2000 that reported on the AT&T transactions involving Chambers Communications Corp. and Adelphia Communications. It should be noted, however, that the Chambers and Adelphia transactions have not yet closed as of the date of this letter.

<sup>2</sup> AT&T 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 (footnote continued ...)

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Ms Magalie Roman Salas  
March 27, 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,



Douglas G. Garrett  
Senior Regulatory Counsel

DGG:fmb

cc: See attached service list

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(... footnote continued)

with its applications to the Commission for transfer of licenses at issue in the acquisition." 47 C.F.R. § 76.503(g). However, since AT&T had already filed all of the license transfer applications for the above transaction with the Commission prior to the 2/9/00 effective date of this new rule (*see* 64 FR 67198), AT&T here reports on this pending transaction prior to its closing.

## CERTIFICATE OF SERVICE

I, Robin Smith, do hereby certify that I caused one copy of the foregoing *Ex Parte* letter of AT&T Broadband, L.L.C. to be served by hand delivery on all parties on the attached service list, this 27th day of March, 2000.

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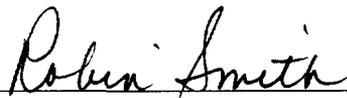
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