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May 11, 2000

Ms. Magalie Roman Salas
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

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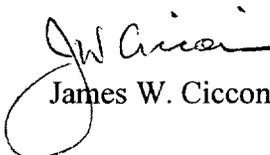
Re: *Ex Parte* Filing: In the Matter of Application for Transfer of Control to AT&T Corp. of Licenses and Authorizations Held by MediaOne Group, Inc. ("MediaOne"), CS Docket No. 99-251; MM Docket No. 92-264

Dear Ms. Salas:

Yesterday, C. Michael Armstrong and I met with Chairman William Kennard and FCC Chief of Staff, Kathryn Brown about the above-referenced proceeding. During the meeting we reviewed AT&T's rationale for seeking a limited waiver of the Commission's horizontal ownership rules and noted that such waivers are consistent with Commission precedent. We also discussed the various means by which AT&T could come into compliance with the rules after the merger is consummated, including through the insulation of MediaOne's interest in Time Warner Entertainment Company, L.P. Finally, we reviewed the benefits that consumers will see as a result of the merger, including the more rapid deployment and extensive use of cable facilities as a competitive, facilities-based alternative for local telephony service.

Two (2) copies of this letter are submitted herewith in accordance with Section 1.1206 of the Commission's rules.

Sincerely,


James W. Cicconi

cc: Chairman Kennard
K. Brown