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FOR PUBLIC INSPECTION

November 28, 2000

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*Ex Parte*

Ms. Magalie Roman Salas  
Secretary  
Federal Communications Commission  
445 Twelfth Street, S.W.  
Room TW-B204  
Washington, D.C. 20554

Re: Applications of America Online, Inc. and Time Warner Inc. for Transfers  
of Control, CS Docket No. 00-30

Dear Ms. Salas:

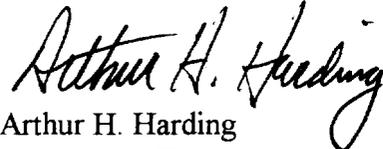
Time Warner Inc. ("Time Warner") herein produces version 0.4.1 of a "White Paper," a confidential document that has been requested by FCC staff. One copy of this confidential document is being submitted with the version of this cover letter marked "Confidential: Not for Public Inspection" and is being filed under seal with the FCC Secretary's Office and should not be placed in the public record in this proceeding. Copies of the confidential document are also being delivered under seal to Royce Dickens and Linda Senecal. The confidential document submitted by Time Warner is marked "Confidential: Not for Public Inspection" and "Copying Prohibited" in accordance with the Protective Order adopted in this proceeding on April 6, 2000 (DA 00-780) and amended on October 27, 2000 (DA 00-2434). Two copies of the version of this cover letter marked "For Public Inspection" are also being filed for inclusion in the public record in this proceeding.

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Ms. Magalie Roman Salas  
November 28, 2000  
Page 2

Should there be any questions regarding this matter, please contact the undersigned directly.

Respectfully submitted,

A handwritten signature in black ink that reads "Arthur H. Harding". The signature is written in a cursive style with a large, prominent initial "A".

Arthur H. Harding  
Counsel for Time Warner Inc.

Enclosure

cc: Royce Dickens  
Linda Senecal

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