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AT&T

AT&T Broadband, L.L.C.
188 Inverness Drive West
6th Floor
Englewood, CO 80112

December 18, 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 47 C.F.R. § 76.503(g), AT&T Broadband, L.L.C. ("AT&T") hereby notifies the Commission that AT&T anticipates that on December 28, 2000 it will close a transaction with Mediacom Southeast, L.L.C. ("Mediacom") in which AT&T will sell its cable system in Fairhope, Alabama to Mediacom.[1]

Based on available data, and assuming the most conservative interpretation of the Commission's current attribution rules, AT&T estimates that, prior to the above transaction, it was attributed with approximately 34,688,000 MVPD subscribers,[2] and after these transactions it will be attributed with approximately 34,674,000 MVPD subscribers.

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[1] 47 C.F.R. § 76.503(g) requires MSOs serving 20% or more of all MVPD subscribers nationwide to file subscriber certification letters "concurrent with [the filing of] applications to the Commission for transfer of licenses at issue in the acquisition." Even though AT&T is not acquiring any cable systems as part of this transaction and though the transaction does not involve the transfer of any Commission license, AT&T nonetheless is filing this letter prior to the closing of the transaction for the Commission's convenience.

[2] This figure for AT&T subscribers prior to the above transaction is based on AT&T's subscriber certification letter filed with the Commission on October 31, 2000 in the above-captioned dockets regarding AT&T's transactions with CableOne, Comcast, Insight, and Texas Cable Partners.

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While AT&T recognizes that this level of attributable subscribers is greater than 30% of all MVPD subscribers nationwide,[3] AT&T notes that the Commission has allowed AT&T until May 19, 2001 to come into compliance with this limit.[4]

An original and four (4) copies of this letter are submitted herewith in accordance with Section 1.1206(b) of the Commission's rules.

Sincerely,

Douglas G. Garrett / FMB

Douglas G. Garrett
Senior Regulatory Counsel

DGG:fmb

cc: See attached service list

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[3] The actual percentage is approximately 40.3%, since there are currently approximately 86.1 million MVPD subscribers nationwide. *See The Kagan Media Index*, November 30, 2000, at 8.

[4] *See AT&T/MediaOne Merger Order*, FCC 00-202 (June 6, 2000), at ¶¶ 71 and 187.

CERTIFICATE OF SERVICE

I, Laura Dennis, 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 below, this 18th day of December, 2000.

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