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AT&T Broadband, L.L.C.  
9197 South Peoria  
Englewood, CO 80112

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FEDERAL COMMUNICATIONS COMMISSION  
OFFICE OF THE SECRETARY

February 28, 2001

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 today it will close a transaction with Pacific Sun Cable Partners, L.P. in which AT&T will acquire a cable system in Los Altos Hills, CA serving approximately 1,200 subscribers.<sup>1</sup>

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 34,674,000 MVPD subscribers,<sup>2</sup> and after this transaction it will be attributed with approximately 34,675,200 MVPD subscribers.

<sup>1</sup> 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 the above 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.

<sup>2</sup> This figure for AT&T subscribers prior to the Los Altos Hills transaction is based on AT&T's subscriber certification letter filed with the Commission on January 23, 2001 in the above-captioned dockets regarding AT&T's contribution of cable systems in Missouri to U.S. Cable.

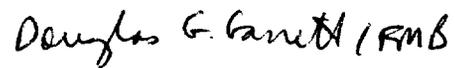
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Ms. Magalie Roman Salas  
February 28, 2001  
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While AT&T recognizes that this level of attributable subscribers is greater than 30% of all MVPD subscribers nationwide,<sup>3</sup> AT&T notes that the Commission has allowed AT&T until May 19, 2001 to come into compliance with this limit.<sup>4</sup>

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,

Handwritten signature of Douglas G. Garrett in black ink, with the initials "DGG" and "RMB" visible at the end.

Douglas G. Garrett  
Senior Regulatory Counsel

DGG:ymb

cc: See attached service list

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<sup>3</sup> The actual percentage is approximately 40.1%, since there are currently approximately 86.4 million MVPD subscribers nationwide. See *The Kagan Media Index*, December 28, 2000, at 8.

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

## 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 below, this 28th day of February, 2001.

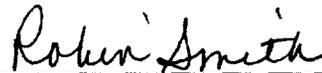
Deborah Lathen  
Chief  
Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 3-C754  
Washington, DC 20554

William H. Johnson  
Deputy Chief/Cable Services Bureau  
Federal Communications Commission  
The Portals  
445 Twelfth Street, S.W.  
Room 3-C742  
Washington, DC 20554

Royce Dickens (2 copies)  
Deputy Chief, Policy and Rules Division  
Cable Services Bureau  
Federal Communications Commission  
445 12th Street, S.W.  
Room 4-A831  
Washington, DC 20554

Darryl Cooper  
Cable Services Bureau  
Office of Plans & Policy  
Federal Communications Commission  
445 12th Street, S.W.  
Room 4-A831  
Washington, DC 20554

Daniel Wang  
International Transcription Service  
1231 20th Street, N.W.  
Washington, DC 20036-2307

  
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Robin Smith