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VIA ELECTRONIC FILING

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EX PARTE

Ms. Marlene Dortch, Secretary
Federal Communications Commission
The Portals, TW-A325
445 12th Street, SW
Washington, D.C. 20554

Re: Oral *Ex Parte* Presentation – CC Docket Nos. 01-338, 96-98, 98-147

Dear Ms. Dortch:

On October 7, 2003, Mark O'Connor and the undersigned, both of Lampert & O'Connor, P.C., on behalf of EarthLink, Inc., met with Lisa Zaina, Legal Advisor to Commissioner Adelstein, to discuss the above referenced proceedings.

During the meeting, EarthLink discussed its Petition for Reconsideration of the line sharing portion of the FCC's Report and Order and Order on Remand released August 21, 2003. EarthLink outlined several issues that it believes compel the Commission to reconsider its decision, noting in particular inconsistencies in the impairment analysis. EarthLink also pointed out that the transition mechanism will not adequately protect subscribers from the disruption in service that is likely to result from the elimination of line sharing. Finally, EarthLink noted that the line sharing decision was the product of procedural irregularities warranting a fresh look on reconsideration.

Pursuant to the Commission's rules, one copy of this memorandum is being filed electronically in each of the above-referenced dockets for inclusion in the public record. Please do not hesitate to call me if you have any questions.

Respectfully submitted,

/s/

Linda L. Kent
Counsel for EarthLink, Inc.