ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000 FACSIMILE: (202) 508-6200

KUWALL CLO, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE.

RIYADH SAUD' APABIA

IN ASSOCIATION WITH BRYAN CAVE. A MULTINATIONAL PARTNERSHIP. LONDON, ENGLAND

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re: Transfer of Control

Business Radio Service

Station KWS691

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Alert Cable TV of Oklahoma, Inc., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

Arhuk Wihn

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186754v1

BRYAN CAVE LLP 700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000 FIRST UNION NATIONAL BANK Washington, DC 20006 15-80/540 25033

February 10, 2000

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND - BORDER CONTAINS MICROPRINTING

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for the service(s)/authorization(s) herein described.

TIME WARNER ENTERTAINMENT COMPANY, L.P.

EXHIBIT 1

CALL SIGN	RADIO SERVICE
KEA342	IG
KJV947	IG
KLD250	IB
KLD251	IB
KLD252	IB
KMM421	1B
KRA823	IB
KUB374	IG
KWR841	IB
KZM402	IG
WPOZ976	YU
WSW583	IG
WYR362	IB
WNJZ825	IB
WNLY562	IG
WNYF328	IB
KGE861	IG
KTC582	IB
KKY765	KB
KLA274	IB
KLX862	IB
KR0751	IB
KRY356	IB
KZA314	IB
KZS468	IB
WAJ419	· IB
WCL262	IB
WPEU802	IB
WRF320	IB
WSI431	IB
WNQJ943	IB
WNQW368	IB
KNHW355	IG
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WNVM975	IB
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WPIA224	IB
WPMD511	IG
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KNDA607	IB
KNIK355	IB
WNDG716	IB
WNVD310	IB
WNVW277	IB
WPLY449	IG
KYK906	IB
KWI239	IB
KUX695	IB
KWZ927	IB
KWE967	IB
KX1775	IB
KY0784	IB
WQG372	IB
WQL363	IB
KD51495	IB
KNAS483	IB
KNFB644	IB
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WNIP733	GB
WNJF595	IB
KNBW980	IB
KNEX439	IB

ST. LOUIS, MISSOURI
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KANSAS CITY, MISSOURI
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700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

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HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA

IN ASSOCIATION WITH BUYAN DAVE.

A MULTINATIONAL PARTNERSHIP.

LONDON, ENGLAND

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control
Business Radio Service

Station KYD420

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Cablevision Industries of Alabama, Inc., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

John & Wilmen

John R. Wilner

JRW/vih

Enclosure

irw/115057/186771v1

BRYAN CAVE LLP 700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000 FIRST UNION NATIONAL BANK Number Washington, DC 20006 15-80/540 25029

February 10, 2000

Forty Five & 0/100

Net Amount

\$45.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

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DETAILS / ADDITIONAL INFORMATION: Transito AOL Time Warner Inc.	fer of control of licensee from Time Warner Inc.
UNITED STATE	S OF AMERICA
FEDERAL COMMUNIC	
PART II - AUTHORIZATION TO HOLD STATION LICENSE	
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK
Cablevision Industries of Alabama, Inc.	CONDITIONS OF GRANT
P.O. Box 6659	
Englewood, CO 80155-6659	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the representations made in the application for this authorization.
2. Call sign and radio service of each station	This authorization is granted for the term of the outstanding
KYD420 (IG)	license(s) for the station(s) listed in item 2.
	DATE AUTHORIZED:
	FEDERAL
	FEDERAL COMMUNICATIONS COMMISSION
~~	COMMUNICATIONS
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS	COMMUNICATIONS

Approved by OMB 3060-0053 Expires 11/30/99 See reverse for public burden estimate.

UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

FOR			
FCC			
USE			
USE			

PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(This application must be filed before Transfer of Control takes place) 1.(a) Name of corporate licensee Cablevision Industries of Alabama, Inc. (b) Number and street address P.O. Box 6659 (d) State (e) ZIP Code (c) City 80155-6659 CO Englewood 3. Taxpayer Identification Number 2. Internet address: 59-2128674 4. Call sign and radio service of each station KYD420 (IG) FOR FCC (b) Fee Multiple (c) Fee Due 5.(a) Fee Type Code **USE ONLY** 45.00 01 PATM 6. Name(s) and Address(es) of Transferee AOL Time Warner Inc. c/o Time Warner Cable, 290 Harbor Drive, Stamford, CT 06902 7. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, YES NO State of incorporation, etc.? If "NO", give details on Page 3. X 8. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on X 9. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED, OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL: YES NO (a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6. (b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see instruction 6. (c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer Items (d) through (h) below. (d) What is the name and address of the corporation in immediate control? (e) Under the laws of what State or Country is the controlling corporation organized? YES NO (f) Is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3. (g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien. (h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h). CERTIFICATION Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; Neither applicant nor any member thereof is a foreign government or representative thereof; Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith; • Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503). DATE February 9, 2000 **SIGNATURE** Authorized Em DATE February 9, 2000 **SIGNATURE** Partner X Officer Other (Specify): Individual

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000 FACSIMILE: (202) 508-6200

SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE,
A MULTINATIONAL PARTNERSHIP.
LONDON, ENGLAND

RIYADH, SAUDI ARABIA

KUWAIT CITY, KUWAIT

ABU DHABI, UNITED ARAB EMILL VIE'S

DUBAL, UNITED ARAB EMIRATES

HONG KONG

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

INTERNET ADDRESS
JRWILNER@BRYANCAVELLP.COM

Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re: Transfer of Control
Business Radio Service

Stations WNXV224; WPFF531

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Turner Broadcasting System, Inc., licensee of the above-referenced facilities, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$90.00 in payment of the requisite filing fees together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

John R W. hen

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186788v1

BRYAN CAVELLP 700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000

FIRST UNION NATIONAL BANK Number Washington, DC 20006 15-80/540 25045

February 10, 2000

Ninety & 0/100

Net Amount \$90.00

TO THE ORDER OF

Federal Communications

Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

#OOOOO25045# #O54000B0?# 2066?#O16B3409#

APPROVED BY OMB 3060-0589 READ INSTRUCTIONS CAREFULLY FEDERAL COMMUNICATIONS COMMISSION **BEFORE PROCEEDING** SPECIAL USE REMITTANCE ADVICE FCC USE ONLY PAGE NO. _____ OF ___ (1) LOCKBOX # 358130 **SECTION A - PAYER INFORMATION** (3) TOTAL AMOUNT PAID (dollars and cents) (2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card) 90.00 **Bryan Cave LLP** (4) STREET ADDRESS LINE NO. 1 700 Thirteenth Street, N.W. (5) STREET ADDRESS LINE NO. 2 (8) ZIP CODE (7) STATE (6) CITY 20005 DC Washington (9) DAYTIME TELEPHONE NUMBER (Include area code) (10) COUNTRY CODE (if not in U.S.A.) (202) 508-6000 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE SECTION B IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) SECTION B - APPLICANT INFORMATION (11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) Turner Broadcasting System, Inc. (12) STREET ADDRESS LINE NO. 1 One CNN Center, P.O. Box 105366 (13) STREET ADDRESS LINE NO. 2 (16) ZIP CODE (15) STATE (14) CITY 30348-5366 **GA Atlanta** (18) COUNTRY CODE (if not in U.S.A.) (17) DAYTIME TELEPHONE NUMBER (Include area code) COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C) SECTION C - PAYMENT INFORMATION (22A) FEE DUE FOR (PTC) IN BLOCK 20A FCC USE ONLY (21A) QUANTITY (20A) PAYMENT TYPE CODE (PTC) (19A) FCC CALL SIGN/OTHER ID 45.00 1 P Α WNXV224 (24A) FCC CODE 2 (23A) FCC CODE 1 (22B) FEE DUE FOR (PTC) IN BLOCK 20B FCC USE ONLY (20B) PAYMENT TYPE CODE (PTC) (21B) QUANTITY (19B) FCC CALL SIGN/OTHER ID 1 45.00 M WPFF531 (24B) FCC CODE 2 (23B) FCC CODE 1 (21C) QUANTITY (22C) FEE DUE FOR (PTC) IN BLOCK 20C FCC USE ONLY (20C) PAYMENT TYPE CODE (PTC) (19C) FCC CALL SIGN/OTHER ID (24C) FCC CODE 2 (23C) FCC CODE 1 (22D) FEE DUE FOR (PTC) IN BLOCK 20D FCC USE ONLY (20D) PAYMENT TYPE CODE (PTC) (21D) QUANTITY (19D) FCC CALL SIGN/OTHER ID (24D) FCC CODE 2 (23D) FCC CODE 1 SECTION D - TAXPAYER INFORMATION (REQUIRED) (26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2) (25) 0 6 9 3 6 6 6 APPLICANT TIN 3 0 2 2 PAYER TIN 3 0 6 0 1 6 SECTION E - CERTIFICATION (27) CERTIFICATION STATEMENT John R. Wilner ____ , Certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, infomation and belief. SIGNATURE _ Crhm R W. huen SECTION F - CREDIT CARD PAYMENT INFORMATION

AUTHORIZED SIGNATURE

MASTERCARDIVISA ACCOUNT NUMBER

I hereby authorize the FCC to charge my VISA or MASTERCARD

for the service(s)/authorization(s) herein described.

(28)

MASTERCARD

VISA

EXPIRATION DATE:

YEAR

нтиом

DATE

Approved by OMB 3060-0053 Expires 11/30/99 See reverse for public burden estimate.

UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

		 · · · ·	 	
FOR				
FCC				
USE	 	 	 	
ONLY				

PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(This application must be filed before Transfer of Control takes place) 1 (a) Name of corporate licensee Turner Broadcasting System, Inc. (b) Number and street address One CNN Center, P.O. Box 105366 (d) State (e) ZIP Code (c) City GA 30348-5366 Atlanta 3. Taxpayer Identification Number 2. Internet address: 58-0950695 4. Call sign and radio service of each station WNXV224 (YU); WPFF531 (GU) FOR FCC 5.(a) Fee Type Code (b) Fee Multiple (c) Fee Due 90.00 **USE ONLY PATM** 6. Name(s) and Address(es) of Transferee AOL Time Warner Inc. 75 Rockefeller Plaza, New York, NY 10019 7. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, YES NO State of incorporation, etc.? If "NO", give details on Page 3. X 8. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on X 9. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED. OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL: YES NO (a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6. (b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 6. (c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer Items (d) through (h) below. (d) What is the name and address of the corporation in immediate control? (e) Under the laws of what State or Country is the controlling corporation organized? (f) is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a YES NO foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3. (g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien. (h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h). CERTIFICATION Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; • Neither applicant nor any member thereof is a foreign government or representative thereof, Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith; • Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503). DATE February 9, 2000 **SIGNATURE** DATE February 9, 2000 imus (C. **SIGNATURE** of Control (Check one) Partner Other (Specify): ___ Officer Individual

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

FACSIMILE: (202) 508-6200

RIYADH, SAUDI ARABIA
KUWAIT CITY, KUWAIT
ABU DHABI, UNITED ARAB EMIRATES
DUBAI, UNITED ARAB EMIRATES
HONG KONG
SHANGHAI, PEOPLE'S REPUBLIC OF CHINA
IN ASSOCIATION WITH BRYAN CAVE.
A MULTINATIONAL PARTNERSHIP.

LONDON, ENGLAND

JRWILNER@BRYANCAVELLP.COM

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

February 11, 2000

Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control

Business Radio Service

Station KNHA621

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of TWI Cable Inc., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

John R W. hen

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186759v1

THIS CHECK IS VOID WITHOUT A COLORED BACKGROUND AND ARTIFICIAL WATERMARK CERTIFICATION SEAL ON THE BACK - HOLD AT AN ANGLE TO VIEW SEAR

BRYAN CAVELLP

700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000

10 2000

FIRST UNION NATIONAL BANK lieck Number Washington, DC 20006 15-80/540 25034

February 10, 2000

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications
Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

#0000025034# #054000807# 20667#01683409#

READ INSTRUCTIONS CAREFULLY BEFORE PROCEEDING	SEDERAL COM	MUNICATIONS COMMISSION	APPROVED BY OMB 3060-0589
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(1) LOCKBOX # 358130	1402		
(O) DAVED MANE (/		A - PAYER INFORMATION	
(2) PAYER NAME (if paying by credit card, enter to Bryan Cave LLP	name exactly as it appears on your card)		(3) TOTAL AMOUNT PAID (dollars and cents) 45.00
(4) STREET ADDRESS LINE NO. 1 700 Thirteenth Street, N	W		
(5) STREET ADDRESS LINE NO. 2			
(6) CITY		(7) STATE	(8) ZIP CODE
Washington		DC	20005
(9) DAYTIME TELEPHONE NUMBER (Include and (202) 508-6000	a code)	(10) COUNTRY CODE (if not in U.S.A.)	
		IT NAME ARE DIFFERENT, CO	
IF MOF		I, USE CONTINUATION SHEET APPLICANT INFORMATION	TS (FORM 159-C)
(11) APPLICANT NAME (if paying by credit card, e			7 N.
TWI Cable Inc.			
P.O. Box 6659			
(13) STREET ADDRESS LINE NO. 2		·	
14) CITY		(15) STATE	(16) ZIP CODE
Englewood 17) DAYTIME TELEPHONE NUMBER (Include are	,	(18) COUNTRY CODE (if not in U.S.A.)	80155
(303) 799-1200			
COMPLETE SECTION C FOR			CONTINUATION SHEETS (FORM 159-C)
19A) FCC CALL SIGN/OTHER ID (20A) P/		- PAYMENT INFORMATION 1A) QUANTITY (22A) FEE DUE FOR (PTC	C) IN BLOCK 20A FCC USE ONLY
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23D) FCC CODE 1	<u> </u>	(24D) FCC CODE 2	
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DANCED TIME		7	
PAYER TIN 0 4 3			N 0 5 9 1 3 5 3 8 1 3
27) CERTIFICATION STATEMENT		N E - CERTIFICATION	
John R. Wilner (PRINT NAME)	, Certify un	der penalty of perjury that the	e foregoing and supporting information
re true and correct to the best o			Jihn K Wilner
28) MASTERCARD/VISA	SECTION F - CREDIT ACCOUNT NUMBER:	T CARD PAYMENT INFORMATION	EXPIRATION DATE:
MASTERCARD			
			MONTH YEAR
VISA I hereby authorize the FCC to charge m	y VISA OF MASTERCARD	RIZED SIGNATURE	DATE
for the service(s)/authorization(s) herein	described.		i i

Approved by OMB 3060-0053 Expires 11/30/99 See reverse for public burden estimate.

UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

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FOR						
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USE		· · · · · · · · · · · · · · · · · · ·		*****		
ONLY						
l						

PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE (This application must be filed before Transfer of Control takes place) 1.(a) Name of corporate licensee TWI Cable Inc. (b) Number and street address P.O. Box 6659 (e) ZIP Code (c) City (d) State 80155-6659 Englewood 2. Internet address: 3. Taxpayer Identification Number 59-1353813 4. Call sign and radio service of each station **KNHA621 (IB)** (c) Fee Due 5.(a) Fee Type Code (b) Fee Multiple FOR FCC USE ONLY 45.00 01 PATM 6. Name(s) and Address(es) of Transferee AOL Time Warner Inc. c/o Time Warner Cable, 290 Harbor Drive, Stamford, CT 06902 7. Subsequent to the Transfer of Control, will the licensee corporation be the same corporate entity? That is, will it retain its present name, corporate charter, YES NO State of incorporation, etc.? If "NO", give details on Page 3. X 8. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on X Page 3. 9. THIS SECTION TO BE ANSWERED ONLY BY LICENSEES OF PUBLIC COAST, AIRPORT CONTROL TOWER, AERONAUTICAL ENROUTE, AERONAUTICAL FIXED. OR COMMON CARRIER ALASKA PUBLIC FIXED STATIONS. SUBSEQUENT TO THE TRANSFER OF CONTROL: YES NO (a) Will any officer or director of such corporation be an alien? If "YES", see instruction 6. (b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 6. (c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer Items (d) through (h) below. (d) What is the name and address of the corporation in immediate control? (e) Under the laws of what State or Country is the controlling corporation organized? (f) Is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a NO YES foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3. (g) is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien. (h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h). CERTIFICATION Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; Neither applicant nor any member thereof is a foreign government or representative thereof; Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith; • Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE, TITLE 18, SECTION 1001), AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. CODE, TITLE 47, SECTION 312(A)(1)), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503). DATE February 9, 2000 **SIGNATURE** Authorized Empl DATE February 9, 2000 **SIGNATURE** Transferee of Control (Check one)

Individual

Partner

X Officer

Other (Specify):

DETAILS / ADDITIONAL INFORMATION: Trans to AOL Time Warner Inc.	fer of control of licensee from Time Warner Inc.
LINITED STATE	S OF AMERICA
FEDERAL COMMUNIC	ATIONS COMMISSION
PART II - AUTHORIZATION TO HOLD STATION LICENSE((S) AFTER TRANSFER OF CONTROL OF CORPORATION
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK
TWI Cable Inc.	CONDITIONS OF GRANT
P.O. Box 6659	
Englewood, CO 80155-6659	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the
	representations made in the application for this authorization.
Call sign and radio service of each station	This authorization is granted for the term of the outstanding
VALUACOA (ID)	license(s) for the station(s) listed in item 2.
KNHA621 (IB)	TATE AUTHORITED.
	DATE AUTHORIZED:
	FEDERAL
·	COMMUNICATIONS
	COMMISSION
THIS AUTHORIZATION TO BE FILED WITH	
CORPORATION'S RADIO STATION RECORDS	

ST. LOUIS, MISSOURI
NEW YORK, NEW YORK
KANSAS CITY, MISSOURI
OVERLAND PARK, KANSAS
PHOENIX, ARIZONA
SANTA MONICA, CALIFORNIA
IRVINE, CALIFORNIA

700 THIRTEENTH STREET, N.W. WASHINGTON, D.C. 20005-3960 (202) 508-6000

FACSIMILE: (202) 508-6200

RIYADH, SAUDI ARABIA KUWAIT CITY, KUWAIT ABU DHABI, UNITED ARAB EMIRATES DUBAI, UNITED ARAB EMIRATES HONG KONG SHANGHAI, PEOPLE'S REPUBLIC OF CHINA

> IN ASSOCIATION WITH BRYAN CAVE, A MULTINATIONAL PARTMERSHIP. LONDON, ENGLAND

> > INTERNET ADDRESS

JRWILNER@BRYANCAVELLP.COM

February 11, 2000

JOHN R. WILNER DIRECT DIAL NUMBER (202) 508-6041

Via Berry Best Couriers, Ltd.

Federal Communications Commission Wireless Bureau Applications P.O. Box 358130 Pittsburgh, PA 15251-5130

Re:

Transfer of Control Business Radio Service Station KYK615

Ladies & Gentlemen:

Transmitted herewith is an application on FCC Form 703 for consent to the transfer of control of Alert Cable TV Inc., licensee of the above-referenced facility, from Time Warner Inc. to AOL Time Warner Inc.

Also submitted herewith is this firm's check in the amount of \$45.00 in payment of the requisite filing fee together with the related FCC Form 159.

Should there be any questions concerning this matter, please communicate with the undersigned.

Very truly yours,

Arha R W. ha

John R. Wilner

JRW/vih

Enclosure

jrw/115057/186769v1

700 Thirteenth Street, NW. Washington, D.C. (202) 508-6000

February 10, 2000

FIRST UNION NATIONAL BANK Check Number Washington, DC 20006 15-80/540 25039

Forty Five & 0/100

Net Amount \$45.00

TO THE ORDER OF

Federal Communications Commission

SIGNATURE HAS A COLORED BACKGROUND . BORDER CONTAINS MICROPRINTING

#0000025039# CO54000B0?C 2066?#01683409#

SECTION A - PAYER INFORMATION	REMITTANCE ADVICE PAGE NO	APPROVED BY OMB 3060-0589
SECTION A - PAYER INFORMATION	(1) LOCKBOX # 358130 PAGE NO. OF FOCUS SECTION A - PAYER INFORMATION (2) PAYER NAME (of paying by credit card, enter name exactly as it appears on your card) (3) TOTAL AI (3) STREET ADDRESS LINE NO. 1 (6) CITY Washington (7) STATE (8) CITY Washington (9) DAYTER TELEPHONE NUMBER (include area code) (10) COUNTRY CODE (in not in U.S.A.) (202) 508-6000 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM SECTION B - APPLICANT INFORMATION (11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card) Alert Cable TV Inc. (12) STREET ADDRESS LINE NO. 2 (13) STREET ADDRESS LINE NO. 2 (14) CITY P.O. BOX 6659 (15) STATE CO (16) STATE (16) ZP COC (17) STATE (18) STATE (19) ZP COC (19) STATE (19) ZP COC (10) COUNTRY CODE (if not in U.S.A.) (19) DOWNTHY CODE (if not in U.S.A.) (19) STREET ADDRESS LINE NO. 2 (19) STREET ADDRESS LINE NO. 2 (19) STREET ADDRESS LINE NO. 2 (19) STATE Englew Ood (10) COUNTRY CODE (if not in U.S.A.) (19) STATE (19) STATE (19) ZP COC CO (19) STATE (19) ZP COC (19) ZP COC (19) STATE (19) ZP COC (19) Z	L USE
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Bryan Cave LLP (I) STREET ADDRESS LINE NO 1 700 Thirdeenth Street, N.W. (ii) STREET ADDRESS LINE NO 2 (iii) GIV Washington DC DC 20005 (iii) COUNTY CODE (iii) COUNTY PAD ((salies and code)) (iii) STREET ADDRESS LINE NO 2 (iii) COUNTY CODE (iii) COUNTY C	(a) PYCRE NUME (if paying by credit card, enter name exactly as it appears on your card) (b) STREET ADDRESS LINE NO. 1 700 Thirteenth Street, N.W. (c) STREET ADDRESS LINE NO. 2 (d) STREET ADDRESS LINE NO. 2 (e) GITY Washington (f) DATIME TELEPHONE NUMBER (include area code) (7) STATE DC (8) CITY Washington (9) DATIME TELEPHONE NUMBER (include area code) (70) STATE IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE IF MORE THAN ONE APPLICANT USE CONTINUATION SHEETS (FORM SECTION B - APPLICANT INFORMATION (11) APPLICANT NAME (if paying by credit card, enter name exactly as if appears on your card) Alert Cable TV Inc. (12) STREET ADDRESS LINE NO. 2 (13) STREET ADDRESS LINE NO. 2 (14) CITY Englewood COMPLETE SECTION C FOR EACH SERVICE (IFMORE BOXES ARE NEEDED, USE CONTINUAL SECTION C - PAYMENT INFORMATION (18) COUNTRY CODE (if not in U.S.A.) (19) STREET ADDRESS LINE NO. 2 (19) STR	E ONLY
1	Bryan Cave LLP (s) STREET ADDRESS LINE NO. 2 (8) CITY Washington (9) DATIME TELEPHONE HUMBER (holide area code) (202) 508-6000 IF PAYER NAME AND THE APPLICANT NAME ARE DIFFERENT, COMPLETE IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM SECTION B- APPLICANT INFORMATION (11) APPLICANT NAME (i) paying by credit card, enter name eactly as if appears on your card) (12) STREET ADDRESS LINE NO. 1 P.O. BOX 6659 (13) STREET ADDRESS LINE NO. 2 (14) CITY Englewood (17) DATIME TELEPHONE HUMBER (holide area code) (18) CITY Englewood (19) STREET ADDRESS LINE NO. 2 (16) CITY Englewood (17) DATIME TELEPHONE HUMBER (holide area code) (18) STREET ADDRESS LINE NO. 2 (19) STREET ADDRESS LINE NO. 2	
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SECTION F - CREDIT CARD PAYMENT INFORMATION 28) MASTERCARD/VISA ACCOUNT NUMBER: EXPIRATION DATE:	Sylven	ATION DATE:
MASTERCARD MASTERCARD	MASTERCARD MASTERCARD	
MANTU VEAD	AUTHORIZED SIGNATURE	
	for the service(s)/authorization(s) herein described.	

Approved by OMB 3060-0053 Expires 11/30/99 See reverse for public burden estimate.

UNITED STATES OF AMERICA FEDERAL COMMUNICATIONS COMMISSION

FOR		
FOR FCC		
USE		
ONLY	İ	
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PART I - APPLICATION FOR CONSENT TO TRANSFER CONTROL OF CORPORATION HOLDING STATION LICENSE

(Tt	nis application must be	filed before Transfer o	f Control takes p	olace)				
1.(a) Name of corporate licensee								
Alert Cable TV Inc.								
(b) Number and street address								
P.O. Box 6659		T (d) Chair		(a) ZID Code				
(c) City	(d) State		(e) ZIP Code 80155-6659					
Englewood 2. Internet address:	3. Taxpayer Identification	Number	00133-0033					
		59-1529421						
4. Call sign and radio service of each station								
KYK615 (IB)								
5.(a) Fee Type Code	(b) Fee Multiple	(c) Fee Due		FOR FCC				
PATM	01	.	45.00	USE ONLY				
6. Name(s) and Address(es) of Transferee	OL Time Warner	Inc.						
c/o Time Warner Cable, 2	90 Harbor Drive,	Stamford, CT 0	6902					
7. Subsequent to the Transfer of Control, will the				esent name, corporate charter,	YES	NO		
State of incorporation, etc.? If "NO", give details	s on Page 3.				X			
Subsequent to the Transfer of Control, will the Page 3.	ne licensee corporation be a re	epresentative of any foreign g	overnment? If "YES",	give details on		x		
9. THIS SECTION TO BE ANSWERED ONLY I OR COMMON CARRIER ALASKA PUBLIC FIX	BY LICENSEES OF PUBLIC C KED STATIONS. SUBSEQUEN	COAST, AIRPORT CONTROL NT TO THE TRANSFER OF	_ TOWER, AERONA CONTROL:	UTICAL ENROUTE, AERONAUTIC	AL FIXE	D,		
					YES	NO		
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6.								
(b) Will more than 1/5 of the capital stock be either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", see Instruction 6.								
(c) Will the licensee be directly or indirectly cor	ntrolled by any other corporation	n? If "YES", answer Items (d) through (h) below.		<u> </u>	<u> </u>		
(d) What is the name and address of the corpo	ration in immediate control?							
(e) Under the laws of what State or Country is t	the controlling corporation orga	anized?						
(f) Is more than 1/4 of the capital stock of controlling corporation either owned of record or may it be voted by aliens or their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3.						NO		
(g) Is any officer or more than 1/4 of the directors of the controlling corporation an alien? If "YES", on Page 3 state name, nationality, and position of each, and state the total number of directors, and give a brief biographical statement for each alien.								
(h) Is the controlling corporation in turn controlled by other companies? If "YES", on Page 3, or a separate sheet of paper, provide information for each of these controlling companies covering information requested in Items (d) through (h).								
CERTIFICATION								
 Applicant waives any claim to the use of any particular frequency regardless of prior use by license or otherwise; Applicant will have unlimited access to the radio equipment and will control access to exclude unauthorized persons; Neither applicant nor any member thereof is a foreign government or representative thereof; Applicant certifies that all statements made in this application and attachments are true, complete and made in good faith; Neither the applicant nor any other party to the application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. 								
WILLFUL FALSE STATEMENTS MADE ON REVOCATION OF ANY STATION LICENSE SECTION 503).	THIS FORM ARE PUNISHA OR CONSTRUCTION PERMI	ABLE BY FINE AND/OR IM IT (U.S. CODE, TITLE 47, S	IPRISONMENT (U.) SECTION 312(A)(1))	S. CODE, TITLE 18, SECTION 10, , AND/OR FORFEITURE (U.S. CO	001), AN DDE, TITL	ID/OR LE 47,		
SIGNATURE DATE February 9, 2000								
SIGNATUREDATE February 9, 200						00_		
Transferee of Control (Check one) Individual Partner X Officer Other (Specify):								

DETAILS / ADDITIONAL INFORMATION: Trans to AOL Time Warner Inc.	fer of control of licensee from Time Warner Inc.		
LINITED STATE	S OF AMERICA		
FEDERAL COMMUNIC	ATIONS COMMISSION		
PART II - AUTHORIZATION TO HOLD STATION LICENSE	(S) AFTER TRANSFER OF CONTROL OF CORPORATION		
Name and mailing address of corporate licensee	DO NOT WRITE IN THIS BLOCK		
Alert Cable TV Inc.	CONDITIONS OF GRANT		
P.O. Box 6659 Englewood, CO 80155-6659			
Englewood, CO 00133-0033	The corporate licensee is hereby authorized to continue holding the radio station license(s) listed in item 2 on the basis of the		
2. Call sign and radio service of each station	representations made in the application for this authorization.		
KYK615 (IB)	This authorization is granted for the term of the outstanding license(s) for the station(s) listed in item 2.		
	DATE AUTHORIZED:		
	FEDERAL		
	COMMUNICATIONS		
	COMMISSION		
THE AUTHORIZATION TO BE EII ED WITH	1		
THIS AUTHORIZATION TO BE FILED WITH CORPORATION'S RADIO STATION RECORDS			
CORPORATION S RADIO STATION RECORDS			