

Approved by OMB
3080-0053
Expires 11/30/99
See reverse for public
burden estimate.

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION



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 America Online, Inc.		
(b) Number and street address 22000 America Online Way		
(c) City Dulles	(d) State VA	(e) ZIP Code 20166
2. Internet address:		3. Taxpayer Identification Number 54-1322110
4. Call sign and radio service of each station KNNW816 - IB WPNW347 - IG WPKN452 - IB WPKL592 - IB WPOB824 - IG		
5. (a) Fee Type Code PATM	(b) Fee Multiple 5	(c) Fee Due \$ 225.00
8. Name(s) and Address(es) of Transferee AOL Time Warner Inc., c/o America Online, Inc., 22000 America Online Way, Dulles, VA 20166		
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, State of Incorporation, etc.? If "NO", give details on Page 3.		YES NO <input checked="" type="checkbox"/> <input type="checkbox"/>
8. Subsequent to the Transfer of Control, will the licensee corporation be a representative of any foreign government? If "YES", give details on Page 3.		<input type="checkbox"/> <input checked="" type="checkbox"/>
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:		
(a) Will any officer or director of such corporation be an alien? If "YES", see Instruction 6.		YES NO <input type="checkbox"/> <input type="checkbox"/>
(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.		<input type="checkbox"/> <input type="checkbox"/>
(c) Will the licensee be directly or indirectly controlled by any other corporation? If "YES", answer items (d) through (h) below.		<input type="checkbox"/> <input type="checkbox"/>
(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 foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If "YES", give details on Page 3.		YES NO <input type="checkbox"/> <input type="checkbox"/>
(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.		<input type="checkbox"/> <input type="checkbox"/>
(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).		<input type="checkbox"/> <input type="checkbox"/>
CERTIFICATION		
<ul style="list-style-type: none"> • 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).		
SIGNATURE <input checked="" type="checkbox"/> <i>Michael K...</i> <small>Authorized Employee of Licensee Corporation</small>		DATE <u>2/11/00</u>
SIGNATURE <input checked="" type="checkbox"/> <i>Michael K...</i> <small>Transferee of Control (Check one)</small>		DATE <u>2/11/00</u>
<input type="checkbox"/> Individual <input type="checkbox"/> Partner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (Specify): _____		

DETAILS / ADDITIONAL INFORMATION:

This application seeks FCC consent to the transfer of control of the licensee, America Online, Inc., to AOL Time Warner Inc.

UNITED STATES OF AMERICA
FEDERAL COMMUNICATIONS COMMISSION

PART II - AUTHORIZATION TO HOLD STATION LICENSE(S) AFTER TRANSFER OF CONTROL OF CORPORATION

1. Name and mailing address of corporate licensee

America Online, Inc.
22000 America Online Way
Dulles, VA 20166

2. Call sign and radio service of each station

KNNW816 - IB
WPKN452 - IB
WPOB824 - IG
WPNW347 - IG
WPKL592 - IB

CONDITIONS OF GRANT

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.

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

**THIS AUTHORIZATION TO BE FILED WITH
CORPORATION'S RADIO STATION RECORDS**

READ INSTRUCTIONS CAREFULLY
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION

APPROVED BY OMB 3060-0589

REMITTANCE ADVICE

SPECIAL USE

PAGE NO. 1 OF 2

FCC USE ONLY

(1) LOCKBOX # **358130**

SECTION A - PAYER INFORMATION

(2) PAYER NAME (if paying by credit card, enter name exactly as it appears on your card)

Wiley, Rein & Fielding

(3) TOTAL AMOUNT PAID (dollars and cents)

5 **225.00**

(4) STREET ADDRESS LINE NO. 1

1776 K Street, N.W.

(5) STREET ADDRESS LINE NO. 2

(6) CITY

Washington

(7) STATE

DC

(8) ZIP CODE

20006

(9) DAYTIME TELEPHONE NUMBER (include area code)

(202) 719-7000

(10) COUNTRY CODE (if not in U.S.A.)

**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)

America Online, Inc.

(12) STREET ADDRESS LINE NO. 1

22000 America Online Way

(13) STREET ADDRESS LINE NO. 2

(14) CITY

Dulles

(15) STATE

VA

(16) ZIP CODE

20166

(17) DAYTIME TELEPHONE NUMBER (include area code)

(202) 530-7883

(18) COUNTRY CODE (if not in U.S.A.)

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEETS (FORM 159-C)

SECTION C - PAYMENT INFORMATION

(19A) FCC CALL SIGN/OTHER ID

KNNW816-IB

(20A) PAYMENT TYPE CODE (PTC)

P A T M

(21A) QUANTITY

1

(22A) FEE DUE FOR (PTC) IN BLOCK 20A

45.00

FCC USE ONLY

(23A) FCC CODE 1

(24A) FCC CODE 2

(19B) FCC CALL SIGN/OTHER ID

WPKN452-IB

(20B) PAYMENT TYPE CODE (PTC)

P A T M

(21B) QUANTITY

1

(22B) FEE DUE FOR (PTC) IN BLOCK 20B

45.00

FCC USE ONLY

(23B) FCC CODE 1

(24B) FCC CODE 2

(19C) FCC CALL SIGN/OTHER ID

WPOB824-IG

(20C) PAYMENT TYPE CODE (PTC)

P A T M

(21C) QUANTITY

1

(22C) FEE DUE FOR (PTC) IN BLOCK 20C

45.00

FCC USE ONLY

(23C) FCC CODE 1

(24C) FCC CODE 2

(19D) FCC CALL SIGN/OTHER ID

WPNW347-IG

(20D) PAYMENT TYPE CODE (PTC)

P A T M

(21D) QUANTITY

1

(22D) FEE DUE FOR (PTC) IN BLOCK 20D

45.00

FCC USE ONLY

(23D) FCC CODE 1

(24D) FCC CODE 2

SECTION D - TAXPAYER INFORMATION (REQUIRED)

(25)

PAYER TIN

0 5 2 1 2 8 9 9 8 8

(26) COMPLETE THIS BLOCK ONLY IF APPLICANT NAME IN B-11 IS DIFFERENT FROM PAYER NAME IN A-2

APPLICANT TIN

0 5 4 1 3 2 2 1 1 0

SECTION E - CERTIFICATION

(27) CERTIFICATION STATEMENT

I, _____, Certify under penalty of perjury that the foregoing and supporting information are true and correct to the best of my knowledge, information and belief. SIGNATURE _____

SECTION F - CREDIT CARD PAYMENT INFORMATION

(28)

MASTERCARD/VISA ACCOUNT NUMBER:

EXPIRATION DATE:

MASTERCARD

VISA

I hereby authorize the FCC to charge my VISA or MASTERCARD for the service(s)/authorization(s) herein described

AUTHORIZED SIGNATURE

DATE

REMITTANCE ADVICE (Continuation Sheet)

PAGE NO. 2 OF 2

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT

SECTION BB - ADDITIONAL APPLICANT INFORMATION

(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card)

America Online, Inc.

(12) STREET ADDRESS LINE NO. 1

22000 America Online Way

(13) STREET ADDRESS LINE NO. 2

(14) CITY

Dulles

(15) STATE

VA

(16) ZIP CODE

20166

(17) DAYTIME TELEPHONE NUMBER (include area code)

(202) 530-7883

(18) COUNTRY CODE (if not in U.S.A.)

IF MORE BOXES ARE NEEDED, USE ADDITIONAL FCC 159-C CONTINUATION SHEETS TO LIST EACH SERVICE

SECTION CC - PAYMENT INFORMATION

(19A) FCC CALL SIGN/OTHER ID	(20A) PAYMENT TYPE CODE (PTC)	(21A) QUANTITY	(22A) FEE DUE FOR (PTC) IN BLOCK 20A	FCC USE ONLY
WPKL592-IB	P A T M	1	45.00	

(23A) FCC CODE 1

(24A) FCC CODE 2

(19B) FCC CALL SIGN/OTHER ID	(20B) PAYMENT TYPE CODE (PTC)	(21B) QUANTITY	(22B) FEE DUE FOR (PTC) IN BLOCK 20B	FCC USE ONLY

(23B) FCC CODE 1

(24B) FCC CODE 2

(19C) FCC CALL SIGN/OTHER ID	(20C) PAYMENT TYPE CODE (PTC)	(21C) QUANTITY	(22C) FEE DUE FOR (PTC) IN BLOCK 20C	FCC USE ONLY

(23C) FCC CODE 1

(24C) FCC CODE 2

(19D) FCC CALL SIGN/OTHER ID	(20D) PAYMENT TYPE CODE (PTC)	(21D) QUANTITY	(22D) FEE DUE FOR (PTC) IN BLOCK 20D	FCC USE ONLY

(23D) FCC CODE 1

(24D) FCC CODE 2

SECTION DD - TAXPAYER INFORMATION

(25) COMPLETE THIS BLOCK ONLY IF SECTION BB IS APPLICABLE

APPLICANT TIN

0 5 4 1 3 2 2 1 1 0

WILEY, REIN & FIELDING
1776 K Street, N.W.
Washington, DC 20006
Operating Account

No. 123518

Date	Amount
02/11/2000	*****225.00

Pay Two Hundred Twenty Five and No/100 Dollars ONLY

To the
Order of FCC

Bary J. Strauss
 (Two Signatures Required For Amounts Over \$1,000.00)

NationsBank of DC, N.A.
Washington, DC 20008
15-120/540

⑈ 123518⑈ ⑆054001204⑆ ⑆000003702987⑈

Attached is our check in full settlement of items shown hereon. If not correct, please return with explanation or call us at (202)828-7512.

No. 123518

FCC		Check Date 02/11/2000				
Description	Date	Invoice No.	Amount of Invoice	Discount	Net	
FORM 703	02/11/2000		225.00	.00	225.00	
				Total	225.00	

Remittance Advice
Detach before depositing

WILEY, REIN & FIELDING
Operating Account