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	*	SEC	TION BB	- ADDITI	ONAL	. APPLIC	ANT	INFOR	MATI	ON					
(11) APPLICANT NAME (if paying by	credit card,	enter nam e ex	ectly as it appe	ers on your o	ard)										
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(12) STREET ADDRESS LINE NO. 1															
75 Rockefeller Plaza	a														
(13) STREET ADDRESS LINE NO. 2							***								
(14) CITY						(15) STAT	Ē		-				(16) ZIP C	ODE	
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(17) DAYTIME TELEPHONE NUMBER	R (Include ar	rea code)					NTRY C	ODE (if not	in U.S.A.	}			10010	<u> </u>	
(212) 484-8000															
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(198) FCC CALL SIGN/OTHER ID	(208) PA	YMENT TYPE	CODE (PTC)		(218)	QUANTITY		(22B) FI	EE DUE F	OR (PTC)	IN BLOCI	K 20B	FCC US	ONLY	
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19C) FCC CALL SIGN/OTHER ID	(20C) PA	YMENT TYPE	CODE (PTC)	· • · · · · · · · · · · · · · · · · · ·	(21C)	QUANTITY		(22C) FI	E DUE F	OR (PTC)	IN BLOCK	< 20C	FCC USE	ONLY	
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23C) FCC CODE 1			<u> </u>		(24C)	FCC CODE :		1 \$				00.00	<u> </u>		
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11) APPLICANT NAME (if paying by	credit card,	enter name exa	ctly as it appe	ears on your	card)	· · · · · · · · · · · · · · · · · · ·									···
AOL Time Warner In	nc.														
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17) DAYTIME TELEPHONE NUMBE	R (include a	res code)					OUNTRY C	ODE	(if not in U.S.A	.)		<u> </u>	10019) —	
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(212) 484-8000	e Nee	DED HE	E ADDIT	IONAL	ECC :	(FO C	CONT	18.11	IATION	N. IEE	- TO			A=5	
IF MORE BOXES AR	CE NEE	DED, USE		ION CC -				_		SHEE	3 10	LIS I I	EACH	SERV	ICE
19A) FCC CALL SIGN/OTHER ID	(20A) P	AYMENT TYPE		ion cc .		QUANTI			2A) FEE DUE	FOR (PTC	IN BLOCK	7 20A	FCCUS	E CAR V	
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3A) FCC CODE 1					(24A)	FCC CO	DE 2								
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19B) FCC CALL SIGN/OTHER ID	(20B) P	AYMENT TYPE	CODE (PTC)		(218)	QUANTI	ΤΥ	(22	28) FEE DUE	FOR (PTC)	IN BLOCK	20B	FCC USI	EONLY	
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WHZ-882	<u> </u>	<u> </u>	1	<u> </u>	1,2,2		1	\$				00.00			
3B) FCC CODE 1					(248)	FCC CO	DE 2								
(9C) FCC CALL SIGN/OTHER ID	(20C) P/	YMENT TYPE	CODE (PTC)	<u> </u>	(21C)	QUANTI	ſΥ	(22	C) FEE DUE	OR (PTC)	IN BLOCK	20C	FCC USE	ONLY	
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ODV FOC CALL SIGNIOTHER ID	T (200) 04	VALENT TYPE	2005 (BTC)		(245)	CULANTE	~	Lon	10) CEE DUE 1	OC (DTO)	B1 51 504	200	F00.00		
9D) FCC CALL SIGN/OTHER ID	(200) 77	YMENT TYPE	JODE (FIC)	T	1(210)	QUANTTI	1 7	(22	O) FEE DUE F	OR (PIC)	IN BLUCK	200	FCC USE	ONLY	
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5) COMPLETE THIS BLOCK ONLY	ACA: 4000 TO	88 IS APPLICA									<u></u>				
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(11) APPLICANT NAME (if paying by o	credit card, er	nter nam e exa	ctly as it appe	ars on your c	ard)										
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(12) STREET ADDRESS LINE NO. 1									-				***		
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				ON CC -											
(19A) FCC CALL SIGN/OTHER ID	(20A) PA	MENTTYPE	CODE (PTC)	T .	(21A)	QUANTIT	Y	(22A) I	FEE DUE I	FOR (PTC)	IN BLOCK	20A	FCC USI	ONLY	
WAN-337		T	1	С			1	s			20	00.00		<u>.</u>	
(23A) FCC CODE 1					(24A)	FCC COD	E 2						<u>, </u>	***************************************	
(19B) FCC CALL SIGN/OTHER ID	(20B) PAY	MENT TYPE	CODE (PTC)		(21B)	QUANTIT	Y	(22B) I	FEE DUE F	OR (PTC)	IN BLOCK	20B	FCC USE	ONLY	
KB-60127		Т Т		С			1				20	00.00			
(23B) FCC CODE 1	<u> </u>	<u> </u>	<u> </u>		(24B)	FCC COD		<u> </u>				70.00	<u> </u>		
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(19C) FCC CALL SIGN/OTHER ID	1 (20C) BAY	MENT TYPE (CODE (PTC)		/21C\	QUANTIT	,	T (22C) 5	EE DUE E	OR (PTC)	IN BI OCK	20C	FCC USE	ONLY	
(19C) FOO CALE SIGNOTHER ID	(20C) FAI	1	1	T	(210)	QUARTIT	•	(220)	LL DOC!	OR (1 10)	III DEGGR	200	10000	. 01121	
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(23C) FCC CODE 1					(24C)	FCC COD	E 2								
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(19D) FCC CALL SIGN/OTHER ID	(20D) PAY	MENT TYPE	CODE (PTC)	r	(210)	TITHAUD	1	(22D) F	EE DUE F	OR (PTC)	IN BLOCK	20 D	FCC USE	ONLY	
WAF-786		т	1	c			1				20	0.00		ė	
(23D) FCC CODE 1	<u></u>	<u> </u>	<u> </u>	<u> </u>	(24D)	FCC COD	E 2						<u> </u>		
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		SEC	TION BB	- ADDIT	IONAL	. APPLI	CAN	T INFO	RMAT	ION			-	···	
(11) APPLICANT NAME (if paying by	credit card, e	enter name ex	actly as it app	ears on your	card)				************				· · · · · ·		
AOL Time Warner In	1C.														
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75 Rockefeller Plaza	а														
(13) STREET ADDRESS LINE NO. 2	<u> </u>														 -
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(17) DAYTIME TELEPHONE NUMBER	R (Include are	na code)				NY (18) COL	NTRY (ODE (if r	not in U.S.A	1		l_	10019	<u> </u>	
(212) 484-8000						(10) ===			O(11 O.O)	ı. <i>j</i>					
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(19A) FCC CALL SIGN/OTHER ID	(20A) PA	YMENT TYPE	CODE (PTC)	-	(21A)	QUANTITY		(22A)	FEE DUE	FOR (PTC)	IN BLOC	K 20A	FCC US	E ONLY	
WLY-235		Т		С			1	5			2	00.00			
(23A) FCC CODE 1					(24A)	FCC CODE	2	1 -	,				<u> </u>		
(198) FCC CALL SIGN/OTHER ID	(208) PA	YMENT TYPE	CODE (PTC)		(218)	QUANTITY		(228)	FEE DUE	FOR (PTC)	IN BLOCI	K 20B	FCC US	E ONLY	
145 W FAA		Ι.			7		_				_				
WLY-509	<u> </u>	T		С	1		1	<u> s </u>			20	00.00	<u> </u>		
(23B) FCC CODE 1					(248)	FCC CODE	2								
(19C) FCC CALL SIGN/OTHER ID	(20C) PAY	YMENT TYPE	CODE (PTC)	1	(21C)	QUANTITY		(22C)	FEE DUE	FOR (PTC)	IN BLOCK	C 20C	FCC USE	ONLY	
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(23C) FCC CODE 1	<u> </u>	1 -	<u> </u>		(24C)	FCC CODE		\$				0.00			
(19D) FCC CALL SIGN/OTHER ID	(200) PAY	MENTTYPE	CODE (PTC)		(210)	QUANTITY		(220)	FEE DUE F	OR (PTC)	N DI OCH	(200	FCC USE	OMV	
, 100 ONEE GIGING WIEN ID	(200) 1 %	1	0002 (1 10)		-	ZOANIIII		(220)	FEE DOE 1	-OR (FIC)	M BLOCK	200	FCC USE	ONLT	
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(23D) FCC CODE 1					(24D)	CC CODE	2								
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MAN ADDI KANTANAK KI						- APPLIC	ANT	INFORMAT	ON					
(11) APPLICANT NAME (if paying by AOL Time Warner II (12) STREET ADDRESS LINE NO. 1		mer nam e exi	activ as it appo	ears on your	card)									
75 Rockefeller Plaz	a													
(13) STREET ADDRESS LINE NO. 2														
(14) CITY	·					(15) STATE	-	<u> </u>				(16) ZIP C	ODE	
New York						NY					1	10019)	
(17) DAYTIME TELEPHONE NUMBER	R (Include are	a code)					TRY C	ODE (if not in U.S.A	.)					
(212) 484-8000														
IF MORE BOXES AR	E NEED	ED, USI	ADDIT	IONAL	FCC	159-C C	TNC	INUATION	SHEET	S TO	LIST	EACH	SERV	ICE
						MENT INF				T				
(19A) FCC CALL SIGN/OTHER ID	(20A) PA	YMENT TYPE	CODE (PTC)		(21A)	QUANTITY		(22A) FEE DUE	FOR (PTC	IN BLOC	K 20A	FCC US	E ONLY	
WAJ-761		Т	1	C			1			2	00.00	Ì		
(23A) FCC CODE 1	1		1	J	(24A)	FCC CODE 2		13				L	<u>*</u>	
(19B) FCC CALL SIGN/OTHER ID	(20B) PAY	MENT TYPE	CODE (PTC)		(21B)	QUANTITY		(22B) FEE DUE	FOR (PTC)	IN BLOCI	K 20B	FCC US	E ONLY	
WLY-333		Т	1	С			1	s		20	00.00			
(23B) FCC CODE 1					(248)	FCC CODE 2								
(19C) FCC CALL SIGN/OTHER ID	(20C) PAY	MENT TYPE	CODE (PTC)		(21C)	QUANTITY		(22C) FEE DUE	FOR (PTC)	IN BLOCK	(20C	FCCUSE	ONLY	
148 V 046		-			1		4			•	20.00			
WLY-246 (23C) FCC CODE 1	<u> </u>	T	<u>'</u>	С	(240)	FCC CODE 2	1	\$		20	00.00	<u> </u>	-	
250) 1 00 0052 1					1(240)									
19D) FCC CALL SIGN/OTHER ID	(20D) PAY	MENT TYPE	CODE (PTC)		(21D)	QUANTITY		(22D). FEE DUE F	OR (PTC)	IN BLOCK	(20 D	FCC USE	ONLY	
WHZ-394		T	1	С			1	s		20	00.00			
23D) FCC CODE 1					(24D)	FCC CODE 2								
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25) COMPLETE THIS BLOCK ONLY I									1	1	T	1	1	
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	*. 					. APPLICANT	INFORM	ATION					
(11) APPLICANT NAME (if paying by	credit card,	, enter name ex	actly as it app	ears on your	card)								
AOL Time Warner In	nc												
(12) STREET ADDRESS LINE NO. 1									•				
75 Rockefeller Plaz	a												
(13) STREET ADDRESS LINE NO. 2			14.11									**	
(14) CITY						(15) STATE				T	(16) ZIP C	ODE	
New York						NY							
(17) DAYTIME TELEPHONE NUMBE	R (Include a	area code)				(18) COUNTRY C	ODE (if not in U	.S.A.)			10019	,	
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(212) 484-8000	e NEE	DED HE	E ADDIT	IONAL		TO C CONT	"14# 1 4 TIO	** ALIPP		• •		2=01/	
IF MORE BOXES AR	E NEE	DED, USI						N SHEE	<u>18 10</u>	LIST	EACH	SERV	ICE
(19A) FCC CALL SIGN/OTHER ID	T (20A) F	PAYMENT TYPE		ION CC -		MENT INFORM		NIE EOD (DTC	" IN BI OCI	- 20A	Trocue	- 017 V	
(19A) FOO CALE SIGNOTHER IS	(2007)	AIMENTING	CODE (FIC)		- ''''	QUANTITI	(ZZA) FEE I	DUE FOR (PTC) IN BLUCI	K ZUA	FCC US	EUNLY	
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(23A) FCC CODE 1					(24A)	FCC CODE 2			*****		•		
(19B) FCC CALL SIGN/OTHER ID	(20B) P	AYMENT TYPE	CODE (PTC)		(21B)	QUANTITY	(22B) FEE (UE FOR (PTC) IN BLOCK	< 20B	FCC US	EONLY	
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23B) FCC CODE 1					(248)	FCC CODE 2							
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19C) FCC CALL SIGN/OTHER ID	(20C) P	AYMENT TYPE	CODE (PTC)		(21C)	QUANTITY	(22C) FEE C	UE FOR (PTC) IN BLOCK	(20C	FCC USE	ONLY	
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WLY-646 23C) FCC CODE 1	<u> </u>		<u> </u>		(240)	FCC CODE 2	\$			00.00			
230, 700 000£ 1					(240)	CC CODE 2							
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19D) FCC CALL SIGN/OTHER ID	(20D) P/	AYMENTTYPE	CODE (PTC)	T	(210)	QUANTITY	(22D) FEE D	UE FOR (PTC	IN BLOCK	20D	FCC USE	ONLY	
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23D) FCC CODE 1	<u> </u>		1		(24D) I	FCC CODE 2	\$						
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25) COMPLETE THIS BLOCK ONLY I	E SECTION	BB IS APPLIC		ON DD -	TAAPA	TER INFORM	MATION						
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(11) APPLICANT NAME (if paying by	credit card, e							114. 0.	(1917-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1						
AOL Time Warner In	nc														
(12) STREET ADDRESS LINE NO. 1															
75 Rockefeller Plaz	a														
(13) STREET ADDRESS LINE NO. 2											-				
(14) CITY						(15) STA	ΤE					T	(16) ZIP C	ODE	
New York						NY							10019	.	
	R (include are	aa code)		-	-		JNTRY C	ODE (if no	ot in U.S.A.	.)					
(212) 484-8000	AE TELEPHONE NUMBER (include area code) (18) COUNTRY CODE (if not in U.S.A.)														
IF MORE BOXES AR	E NEED)ED, USF								SHEET	S TO	LIST	EACH	SERV	ICE
				ION CC -											
(19A) FCC CALL SIGN/OTHER ID	(20A) PA	YMENT TYPE	CODE (PTC)	T	→ ^(21A)	QUANTITY		(22A)	FEE DUE	FOR (PTC)	IN BLOCK	C 20A	FCC US	EONLY	
WAX-279		Т	1	С			1	,			20	00.00			
(23A) FCC CODE 1	<u> </u>		,		(24A)	FCC CODE	2						<u> </u>		
l															
(19B) FCC CALL SIGN/OTHER ID	(20B) PA	YMENT TYPE	CODE (PTC)		(218)	QUANTITY		(22B) I	FEE DUE I	FOR (PTC)	IN BLOCK	C 20B	FCCUS	E ONLY	
WAE-564		Т	1	С			1				20	00.00			
(23B) FCC CODE 1				*	(24B)	FCC CODE	2	<u> </u>							
(19C) FCC CALL SIGN/OTHER ID	(20C) PA	YMENT TYPE	CODE (PTC)		(21C)	QUANTITY		(22C) I	FEE DUE F	FOR (PTC)	IN BLOCK	20C	FCC US	E ONLY	
14-10-00-4			Γ.		7		4				0.0				
WHZ-774	<u> Ш</u>	T	<u> </u>	С	1040)	500 00DE	1	\$			20	00.00	<u> </u>		
(23C) FCC CODE 1					(24C)	FCC CODE	2								
(19D) FCC CALL SIGN/OTHER ID	(20D) PAY	YMENT TYPE (CODE (PTC)	T	(210)	QUANTITY		(22D) F	EE DUE F	FOR (PTC)	IN BLOCK	20D	FCCUSE	ONLY	
WDH-701		Т	1	C			1	s			20	00.00			
(23D) FCC CODE 1					(24D)	FCC CODE	2	•					.		
			SECTIO	ON DD - 1	TAXP	AYER IN	FORM	OITAN	N		T				
(25) COMPLETE THIS BLOCK ONLY I	F SECTION E	38 IS APPLIC/	ABLE								<u> </u>				
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APPLICATION FOR CABLE TELEVISION RELAY SERVICE STATION AUTHORIZATION

		SCI	HEDULE A			_
1.(a) Application for:	License		Ponguel			Page 1 of
(Check only one box	x)		Renewal		Assignment	
	Modification		Reinstate	ment	X Transfer of C	Control
					Amendment	of Application
	n refer to an existing sta		X YES	☐ NO I	f "YES," give call sig	n See Ex A
(c) If this application is as Exhibit A-1 a con	for a modification of a lice a lice a modification of the section	censed state modificati	ion, check the t on or proposed	oox(es) for the construction.	appropriate descript	ion(s). Attach
Add Channel(s)	Change Transmit Sit	te [Add Receive	Site(s)	Change Antenna	a System
Delete Channel(s)	Change Operating P	ower [Delete Receiv	ve Site(s)	Change Height of Structure	of Antenna
Change Transmitter			Change Rece	ive Site(s)	Change Height	of Antenna
Other (Specify)						
.(a) Indicate the name, mailing	address, and telephone number	r of the applica	ant.			
LEGAL NAME OF APPLICAN AOL Time Warner I	T (If person, list last name first)					
CONTINUE NAME HERE IF N						
ASSUMED NAME USED FOR	DOING RUSINESS (If any)					

MAILING STREET ADDRESS c/o Time Warner Ca		rive				
CITY Stamford	,	STATE	ZIP CODE	AREA CODE		O
Stalliforu			06902	(203)	328-0600	<u></u>
(b) Indicate Internal Revenue S If the applicant has no E.I. I	Service Employer Identification (Number, use Social Security Nu		used by the applican	t.	E.I. NO. (OR SOC. SEC. 13-4099534	NO.)
(c) Indicate the name, mailing a	address, and telephone number	r of person to o	contact, if other than	applicant.		
NAME OF CONTACT PERSO Wilner, John R.	N (Last name first.)					
CONTINUE NAME HERE IF N	EEDED					
FIRM OR COMPANY NAME						
Bryan Cave LLP MAILING STREET ADDRESS	OP P.O. BOY					
700 Thirteenth Stre						
CITY Washington		DC STATE	ZIP CODE 20005	AREA CODE (202)	TELEPHONE NO 508-6041	0
Attach as Exhibit A-2 the na if any.	ame, mailing address, and telepi	hone number o	of each additional pe	rson who should b	e contacted,	
(d) Indicate the address where	the station's records will be mai	intained.				
STREET ADDRESS ON FILE - NO CHAN	IGE					
CITY		STATE	ZIP CODE			
		Ļ <u></u>	<u> </u>	J		

Page 2 of 7			
		YES	NC
Will the applicant provide program material to cable te operates? N/A	levision systems other than those which the applicant owns or		
If "YES," attach as Exhibit A-3 a copy of a written cont cost-sharing basis; or a copy of a written statement sp	ract specifying that service will be provided on a non-profit, secifying that service will be provided without charge.		
(b) Will the applicant control the station equipment?		X	1
(c) Will the applicant have unlimited access to the equipment	nent?	X	
(d) Will effective measures be taken to prevent use of the	equipment by unauthorized persons?	X	
(e) Has the applicant or any controlling party to this applic revoked?	ation had any FCC station license, permit, or authorization		X
If "YES," attach as Exhibit A-4 a statement identifying circumstances relevant to the revocation.	the license, permit, or authorization revoked and the		
Attach as Exhibit A-5 a statement showing that the application	cant is eligible, pursuant to Part 78 of the Rules, to be a licensee.		+
, , ,	etail showing the complete proposed relay system including points a stations, common carrier stations, and/or other stations. The map		
	termediate relay station(s), passive repeater(s), and terminal		
(d) Every path number for the station for which this appl		İ	
For a new station, new receive site, or change in azimuth existing station, attach as Exhibit A-7 a statement or should be a statement or sho	t, transmit antenna, power (increase only), or frequency of an wing detailing the results of a frequency coordination study by a technically qualified person or entity (e.g. local coordinating		
7. Is the applicant, or any of its partners, members, or owner	ers, a foreign government or the representative thereof?		X
	CERTIFICATION		
All the statements made in the application and attached e part hereof and are incorporated herein as if set out in ful	exhibits are considered material representations, and all the exhibits are a material in the application.	ał	
	commission's Rules governing the Cable Television Relay Service (CARS). ar frequency as against the regulatory power of the United States because of the		
	e, and requests an authorization in accordance with this application.		
I CERTIFY that the statements in this application are true, complete, and correct to the best of my knowledge and belief and are made in good faith.	SIGNATURE DATE FEI	E D. 역, 2	2000
WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT. U.S. CODE, TITLE 18, SECTION 1001.	PRINT FULL NAME Thomas W. McEnerney	,	

OFFICER OF APPLICANT

ASSOCIATION

OFFICIAL OF APPLICANT **GOVERNMENTAL ENTITY**

OFFICER OF APPLICANT CORPORATION

INDIVIDUAL APPLICANT

(Check appropriate classification)

APPLICANT PARTNERSHIP

EXHIBIT A-2 FCC FORM 327 SCHEDULE A, ITEM 2(c)

In addition to the contact person shown in response to Item 2(c) on page 1, copies of any correspondence or submissions relating to the CARS facilities on Exhibit A-1 should be directed to:

Marc J. Apfelbaum, Esq. General Counsel Time Warner Cable 290 Harbor Drive Stamford, CT 06902

Wayne D. Johnsen, Esq. Wiley, Rein & Fielding 1776 K Street, N.W. Washington, DC 20006 Telephone: (202) 719-7303

EXHIBIT A-5

ELIGIBILITY

Section 78.13(a) of the Commission's rules provides that an owner or operator of a cable television system is eligible to hold a Cable Television Relay Station ("CARS") license. The current licensee uses the subject CARS facilities in connection with its cable television operations and will continue to do so following completion of the merger transaction. Because control of the Licensee is being transferred to AOL Time Warner Inc., that company will be eligible in CARS service.

The acquisition of ultimate control of the licensee by AOL Time Warner Inc. will not contravene any of the Commission's cross-ownership rules.

The description of the transaction required for Exhibit B-6 is being provided by America Online, Inc. and Time Warner Inc. as part of their public interest statement filed separately with the Commission.

APPLICATION FOR CABLE TELEVISION RELAY SERVICE STATION AUTHORIZATION

SCHEDULE B. Control and Ownership Information (The information submitted in this schedule should enable the Commission to identify all entities which either directly or indirectly control the applicant.)

SECTION I. Control and Ownership

1. The following information must be provided for the applicant; for each member or partner, if the applicant is an unincorporated association or partnership; and for each cable television owner or operator, if the applicant is a cooperative enterprise wholly owned by cable television owners or operators. Indicate the legal name; the type of entity (1 = Individual, 2 = Partnership, 3 = Corporation, 4 = Unincorporated Association, or 5 = Governmental Entity); and the Internal Revenue Service Employer Identification (E.I.) Number used by the entity (if the entity has no E.I. Number, use Social Security Number). If the entity is a nongovernmental corporation, indicate the state under whose laws the corporation is organized.

CONTINUE NAME HERE IF NEEDED	CODE	>	3	E.I. NO. (or Soc. Sec. No.) 13-4099534	STATE OF INCORPO-	>	DE
Indicate applicant's members; partners; or owners (if a cooperative en	terprise).			10 400004	RATION		<u> </u>
LEGAL NAME (If person, list last name first)							
CONTINUE NAME HERE IF NEEDED	ENTITY	>		E.I. NO. (or Soc. Sec. No.)	STATE OF INCORPO- RATION	>	
LEGAL NAME (If person, list last name first)							
CONTINUE NAME HERE IF NEEDED	ENTITY	>		E.I. NO. (or Soc. Sec. No.)	STATE OF INCORPO- RATION	•	
LEGAL NAME (If person, list last name first)							
	Tayanı			E.I. NO. (or Soc. Sec. No.)	STATE OF	_	
	mation in the same form	at as a de th	above.) ¹ ne Coi	t should be noted that numission with such up	the Transfe	eree	is YES
(If additional space is needed, attach as Exhibit B-1 the requested information certain information set forth in this application formation as may be necessary. Is the applicant a cooperative enterprise wholly owned that the above-named applicant filed FCC Form 325 in indirectly control the applicant?	mation in the same form tion and will provi	n owi	ners o	r operators?	RATION	eree	
(If additional space is needed, attach as Exhibit B-1 the requested information set forth in this application formation as may be necessary. Is the applicant a cooperative enterprise wholly owned.	mation in the same formation and will provi	n owi	ners o	r operators?	RATION	eree	
(If additional space is needed, attach as Exhibit B-1 the requested information set forth in this application formation as may be necessary. Is the applicant a cooperative enterprise wholly owned that the above-named applicant filed FCC Form 325 in indirectly control the applicant? N/A If "YES," no further items in this section need be answered applicant is an unincorporated association or partners filed FCC Form(s) 325 indicating all entities	mation in the same formation and will provi	owi	ners o	r operators? ner directly or controlling members	RATION	eree	
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EXHIBITS B4 and B5

OWNERSHIP STRUCTURE AFTER TRANSFER OF CONTROL
AOL TIME WARNER INC.
TIME WARNER INC.
VARIOUS INTERMEDIATE SUBSIDIARIES AND AFFILIATES MAJORITY OWNED OR CONTROLLED BY TIME WARNER INC. AS
SPECIFIED IN THE FCC LICENSE FILE FOR EACH CARS STATION
SUBJECT TO THIS APPLICATION
LICENSEE

EXHIBIT A-1 TIME WARNER CARS LICENSES

LICENSEE	CALL SIGN	LOCATION/STATE
Cablevision Industries, Inc.	WHZ-685	Fishkill, NY
	WHZ-239	Lloyd, NY
	WHZ-502 WAD-241	West Point, NY
	VVAD-241	Wurtsboro, NY
Florida Cablevision Management Corp.	WLY-604	Golden Gate, FL
Kansas City Cable Partners	WLY-353	Ft. Leavenworth, KS
•	WHZ-921	Leavenworth, KS
	WGW-207	Independence, MO
	WAE-602	Kansas City, MO
	WGW-219	Kansas City, MO
	WGW-220	Kansas City, MO
KBL Cablesystems of Minneapolis, Inc.	WHZ-238	Eden Prairie, MN
KBL Cablesystems of the Southwest, Inc.	WHZ-244	Minneapolis, MN
Massachusetts Cablevision Systems Limited Partnership	WAL-427	Bellevue, OH
Massachusetts Cabicvision Cystomic Emitted Fataroromp	WAY-894	Galion, OH
	WBB-813	Upper Sandusky, OH
Paragon Communications	WHZ-373	Carson, CA
	WGZ-435	Mars Hill, ME
	WGV-525 KN-5098	Fishkill, NY Manhattan, NY
	WHW-60	Manhattan, NY
	WAF-665	New Windsor, NY
	*****	11017 111111111111111111111111111111111
Staten Island Cable, L.L.C.	WHZ-455	Elizabeth, NJ
Texas Cable Partners, L.P.	WHZ-504	Alton, TX
TONGO GUDIO FULLICIO, ELI	KYZ-22	Bandera, TX
	WMC-696	Beaumont, TX
	WHZ-677	Commerce, TX
	WGI-758	Eagle Pass, TX
	WHZ-780	El Paso, TX
	WJI-36	El Paso, TX
	WLY-483	Ft. Bliss, TX
	WGI-756	Farias Ranch, TX
	KOD-36	Harlingen, TX
	KA-80625	Houston, TX
	KYX-62	Loma Vista, TX
	WGI-757	Moore, TX

Texas Cable Partners, L.P. (cont.'d) WHZ-869 KYX-61 KOD-31 WAF-861 Port Naches, TX WBH-846 Port Naches, TX WBH-846 Port Naches, TX Westaco, TX Winter Haven, TX Winter Haven, TX Time Warner Cable of Southeastern Wisconsin, L.P. WLY-245 WGZ-421 S. Milwaukee, WI WGZ-421 S. Milwaukee, WI WBM-740 WAE-470 WBM-740 WAE-470 WBM-740 WAE-877 Haleakala Mtn., HI WHZ-819 WLY-283 Hawaii Kai, HI WLY-883 Hawaii Kai, HI WLY-240 WAE-478 WBM-744 WIO, HI WAW-8474 WAW-8476 Kahului, HI WAW-848 WHZ-876 WAHUI, HI WAW-848 WHZ-876 WAHUI, HI WAW-848 WHZ-861 WHZ-864 WHZ-864 WHZ-864 WHZ-865 WHZ-865 WHZ-865 WAB-878 WAUNABAN Maunaka Mtn., HI WLY-865 WAB-878 WAUNABAN Maunaka Mtn., HI WLY-865 WAB-878 WAUNABAN Maunaka Mtn., HI WLY-878 WHZ-878 WAUNABAN Maunaka Mtn., HI WLY-878 WHZ-865 WAB-878 WHZ-865 WHZ-865 WHZ-865 WHZ-865 WHZ-865 WAB-878 WHZ-865 WH	LICENSEE	CALL SIGN	LOCATION/SITE
KYX-61	Texas Cable Partners, L.P. (cont.'d)	WHZ-869	One North, TX
KOD-31		KYX-61	
WAF-861		KOD-31	
WBH-846 Yestaco, TX Westaco, TX Westaco, TX Westaco, TX Westaco, TX Winter Haven, TX Winter		WAF-861	
KOD-35 Weslaco, TX Winter Haven, TX		WBH-846	
WGI-755 Winter Haven, TX		KOD-35	*
WHZ-447 Milwaukee, WI WGZ-421 S. Milwaukee, WI WGZ-421 S. Milwaukee, WI S. Milwaukee, WI WGZ-421 S. Milwaukee, WI S. Milwaukee, WI WGZ-421 S. Milwaukee, WI WGZ-421 S. Milwaukee, WI WGZ-421 Glenwood, HI WAE-470 Glenwood, HI WAB-577 Haleakala Mtn., HJ WHZ-819 Hana, HI WY-983 Hawaii Kai, HI WAE-478 Hilo, HI WAF-478 Hilo, HI WGY-848 Kahului, HI WGY-848 Kahului, HI WAN-954 Kaupulehu, HI WAN-954 Kaupulehu Lava Flow, HI WY-913 Lahaina, HI WY-913 Lahaina, HI WY-913 Lahaina, HI WY-914 Lanai City, HI WAN-953 Mahukona, HI WAN-953 Mauna Kapu Peak, HI WAN-953 Mauna Kapu Peak, HI WAN-953 Mauna Kapu Peak, HI WAS-958 Maunaka Mtn., HI WY-402 Meyers Ranch, HI WY-402 Meyers Ranch, HI WY-403 Mililani, HI WY-404 Olinda, HI WY-678 Puu Kolii, HI WY-678 Puu Kolii, HI WY-678 Puu Nana, HI WBM-742 Puu Nianiau, HI WBM-742 Puu Nianiau, HI WBM-742 Puu Nianiau, HI WBM-742 Puu Nianiau, HI WHZ-617 Waiipahu, HI WHZ-617 Waiipahu, HI WHZ-728 Brazii, IN WRC-25 Chaute, KS WRC-23 Garnett, KS Independence, KS		WGI-755	•
WGZ-421 S. Milwaukee, WI	Time Warner Cable of Southeastern Wisconsin, L.P.	WLY-245	Brown Deer, WI
Time Warner Entertainment Company, L.P. WBM-740 WAE-470 Glenwood, HI WAX-743 Glenwood, HI WAR-577 Haleakala Mtn., HI HARA-819 WLY-840 Hawaii Kai, HI WLY-240 Hawaii Kai, HI WBM-744 Hilo, HI KA-80614 Honolulu, HI WGV-848 Kahului, HI WAV-844 Kaupulehu LHI WAV-844 Kaupulehu LHI WAV-954 Kihei, HI WLY-713 Lahaina, HI WLY-713 Lahaina, HI WLY-681 WAN-953 Mahukona, HI WDB-613 Mauna Kapu Peak, HI KA-80615 Mauna Kapu Peak, HI KA-80615 Mauna Kapu Peak, HI WAN-953 Mahukona, HI WY-402 WLY-415 Miliani, HI WLY-402 WLY-415 Miliani, HI WLY-678 Puu Kolii, HI WLY-678 Puu Nana, HI WLY-678 Puu Nana, HI WHY-678 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS ULY-703 Independence, KS			Milwaukee, WI
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WLY-248 Kihei, HI WLY-713 Lahaina, HI WLY-684 Lanai City, HI WAN-953 Mahukona, HI WDB-613 Mauna Kapu Peak, HI WAB-578 Maunaka Mtn., HI WLY-402 Meyers Ranch, HI WLY-415 Mililani, HI WLY-415 Mililani, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WHY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waimalu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WRC-23 Garnett, KS		WAV-644	Kaupulehu, HI
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WLY-684 Lanai City, HI WAN-953 Mahukona, HI WDB-613 Mauna Kapu Peak, HI KA-80615 Mauna Kapu Peak, HI WAB-578 Maunaka Mtn., HI WLY-402 Meyers Ranch, HI WLY-415 Mililani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waimalu, HI WHZ-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-248	Kihei, HI
WAN-953 Mahukona, HI WDB-613 Mauna Kapu Peak, HI KA-80615 Mauna Kapu Peak, HI WAB-578 Maunaka Mtn., HI WLY-402 Meyers Ranch, HI WLY-415 Mililani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-738 Puu Nianiau, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-713	Lahaina, HI
WDB-613 Mauna Kapu Peak, HI KA-80615 Mauna Kapu Peak, HI WAB-578 Maunaka Mtn., HI WLY-402 Meyers Ranch, HI WLY-415 Mililani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waimalu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-684	Lanai City, HI
KA-80615 Mauna Kapu Peak, HI WAB-578 Maunaka Mtn., HI WLY-402 Meyers Ranch, HI WLY-415 Milliani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waimalu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WAN-953	Mahukona, HI
WAB-578 Maunaka Mtn., HI WLY-402 Meyers Ranch, HI WLY-415 Mililani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waimalu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WDB-613	Mauna Kapu Peak, HI
WLY-402 Meyers Ranch, HI WLY-415 Mililani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WHZ-617 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		KA-80615	Mauna Kapu Peak, HI
WLY-415 Mililani, HI WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WAB-578	Maunaka Mtn., HI
WLY-409 Olinda, HI WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-402	Meyers Ranch, HI
WLY-678 Puu Kolii, HI WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-415	Mililani, HI
WLY-685 Puu Nana, HI WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-409	Olinda, HI
WBM-738 Puu Nana, HI WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-678	Puu Kolii, Hl
WBM-742 Puu Nianiau, HI WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WLY-685	Puu Nana, HI
WHZ-617 Waimalu, HI WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WBM-738	Puu Nana, HI
WBD-612 Waipahu, HI WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WBM-742	Puu Nianiau, Hl
WHZ-728 Brazil, IN WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS		WHZ-617	Waimalu, Hl
WRC-25 Chanute, KS WRC-23 Garnett, KS WLY-703 Independence, KS			· · · · · · · · · · · · · · · · · · ·
WRC-23 Garnett, KS WLY-703 Independence, KS		WHZ-728	Brazil, IN
WRC-23 Garnett, KS WLY-703 Independence, KS		WRC-25	Chanute, KS
WLY-703 Independence, KS			·
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LICENSEE	CALL SIGN	LOCATION/STATE
Time Warner Entertainment Company, L.P. (cont.'d)	KZW-67	Neodesha, KS
	WBL-521	Thrall, KS
	WBK-510	Saco, ME
	WAS-288	Sanford, ME
	WLY-479	Columbus, NE
	WAB-572	Wynantskill, NY
	WHZ-633	Bazetta, OH
	WAY-890	Columbus, OH
	WHZ-408	Lima, OH
	WHZ-587	Marysville, OH
	WAY-903	New Albany, OH
	WHZ-437	Ottawa, OH
	WHZ-406	Richwood, OH
	WHZ-545	Troy, OH
	WLY-471	Youngstown, OH
	WGK-594	Burlington, WI
Time Warner Entertainment-Advance/Newhouse Partnership	WHZ-982	Clearwater, FL
·	KA-80616	Clearwater, FL
	WLY-462	Deland, FL
	WHZ-784	Lakeland, FL
	WHZ-785	Lakeland, FL
	KD-55011	Orlando, FL
	WHZ-396	Palm Harbor, FL
	WGZ-487	Pinellas Park, FL
	WJZ-652	St. Petersburg, FL
	KD-55009	Tampa, FL
	WLY-330	Barada, NE
	WLY-331	Octavia, NE
	WHZ-882	Camden, NY
	WLY-554	Crown Point, NY
	WGK-590	,Glens Falls, NY
	WAN-337	Lake George, NY
	KB-60127	Rochester, NY
	KD-55003	Rochester, NY
	WAF-786	Sidney, NY
	WLY-235	Atlantic, NC
	WLY-509	Beaufort, NC
	WBF-574	Burgaw, NC
	WGJ-890	Butner, NC
	WAJ-761	Fayetteville, NC
	WLY-333	Fayetteville, NC
	WLY-246	Garner, NC
	WHZ-394	Havelock, NC
	WHZ-430	Lizard Lick, NC
	WHZ-395	Morehead City, NC
	WLY-646	Pembroke, NC

LICENSEE	CALL SIGN	LOCATION/STATE
Time Warner Entertainment-Advance/Newhouse Partnership	WLY-429	Raleigh, NC
(cont.'d)	WAX-279	Red Springs, NC
	WAE-564	Supply, NC
	WHZ-774	Wilmington, NC
	WDH-701	Florence, SC
	WGV-822	Sumter, SC
	KA-80624	Austin, TX
	KD-55017	Austin, TX
	WBY-600	Austin, TX
	WAH-212	Bluegrove, TX
	WAH-213	Crafton, TX
	WLY-367	Elroy, TX
	WSV-58	Flat, TX
	WHZ-585	Grenada Hills, TX
	WHZ-339	Lukenbach, TX
	WSV-56	McGregor, TX
	WAH-228	Vashti, TX
	WCJ-907	West Lake Hills, TX
TWI Cable Inc.	WGV-526	New Riegel, OH
TWI Summit Cable, Inc.	WHZ-548	Banning, CA
	WLY-451	Beaumont, CA
	WLY-306	Cathedral City, CA
	KD-55002	Palm Desert, CA
	WGZ-470	Palm Desert, CA
	WLY-449	Whitewater, CA
	WGH-547	Whitewater, CA