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April 9, 1998

Ms. Blanca Bayo, Director  
Division of Records and Reporting  
Florida Public Service Commission  
2540 Shumard Oak Blvd.  
Tallahassee, Florida 32399-08950

Re: Time Warner AxS of Florida, L.P.

Dear Ms. Bayo:

Our law firm has been advised that Time Warner, Inc., the ultimate parent company of Time Warner AxS of Florida, L.P., holder of ALEC Certificate No. 3167 and IXC Certificate No. TBA has initiated plans to restructure a portion of the ownership in Time Warner Communications. Time Warner Communications intends to file with the Department of State of its intention to do business under the name Time Warner Telecom. The most significant part of this plan is to offer 20% of the company to the general public by way of an initial stock offering. The current partners will retain an ownership interest and Time Warner, Inc. will maintain its controlling interest in the company. There will be, therefore, no change in ownership of control.

This letter is provided to the Florida Public Service Commission and its staff for informational purposes. As the record will reflect, our original Application for Certification relied primarily upon the financial resources of Time Warner, Inc. Since there has been no change of ownership of control, no change of name, and no transfer of assets to another legal entity, we are of the opinion that no further action is required.

ACK \_\_\_\_\_  
AFA \_\_\_\_\_  
APP \_\_\_\_\_  
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If you, the Commissioners or staff have any questions or comments, please do not hesitate to contact the undersigned. Thank you for your time and consideration of this matter.

Very Truly Yours,

PENNINGTON, MOORE, WILKINSON  
BELL & DUNBAR, P.A.



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Barbara D. Auger