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03 AUG 14

LOBBYING REPORT

Lobbying Disclosure Act of 1995 (Section 5) -All Filers Are Required to Complete This Page

1. Registrant Name AOL Time Warner			
2. Registrant Address <input type="checkbox"/> Check if different than previously reported Address 800 Connecticut Avenue, NW Suite 800 City Washington State/Zip (or Country) DC 20006 USA			
3. Principal Place of Business (if different from line 2) City New York State/Zip (or Country) NY 10019 USA			
4. Contact Name Susan Brophy	Telephone (202)530-3450	E-mail (optional) susan.brophy@aoltw.com	5. Senate ID # 1295-12
7. Client Name <input checked="" type="checkbox"/> Self			6. House ID # 32381000

TYPE OF REPORT 8. Year 2003 Midyear (January 1-June 30) **OR** Year End (July 1-Dec

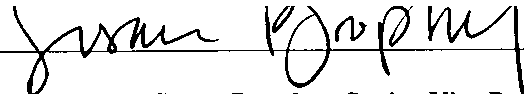
9. Check if this filing amends a previously filed version of this report

10. Check if this is a Termination Report >> Termination Date _____

11. No Lobbyi

INCOME OR EXPENSES - Complete Either Line 12 OR Line 13

12. Lobbying Firms	13. Organizations
INCOME relating to lobbying activities for this reporting period was:	EXPENSES relating to lobbying activities for this reporting period were:
Less than \$10,000 <input type="checkbox"/>	Less than \$10,000 <input type="checkbox"/>
\$10,000 or more <input type="checkbox"/> >> \$ _____ Income (nearest \$20,000)	\$10,000 or more <input checked="" type="checkbox"/> >> \$ <u>\$1,840,000.00</u> Expenses (nearest \$20,000)
Provide a good faith estimate, rounded to the nearest \$20,000 of all lobbying related income from the client (including all payments to the registrant by any other entity for lobbying activities on behalf of the client).	14. REPORTING METHOD. Check box to indicate accounting method. See instructions for description of
	<input checked="" type="checkbox"/> Method A. Reporting amounts using LDA definiti
	<input type="checkbox"/> Method B. Reporting amounts under section 6033 the Internal Revenue Code
	<input type="checkbox"/> Method C. Reporting amounts under section 162(i) Internal Revenue Code

Signature  Date 8/14/2003

Printed Name and Title Susan Brophy - Senior Vice President, Domestic Policy Pag

Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. **Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.**

- 15. General issue area code ADV (one per page)
- 16. Specific Lobbying issues
S.1, Prescription Drug and Medicare Improvement Act of 2003, DTC advertising

- 17. House(s) of Congress and Federal agencies contacted Check if None
House of Representatives
Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
An, Edward	
Brophy, Susan	
Frazee, Elizabeth	
Lesser, Jill	
Nelson, Lisa	

- 19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None



Signature  Date 8/14/2003

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Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

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15. General issue area code COM (one per page)

16. Specific Lobbying issues

FCC CC Docket No. 01-338, , NPRM re UNE Triennial Review

FCC CC Docket No. 01-337, , NPRM re ILEC Dom-Non Dom classification

FCC CC Docket No. 02-33, , NPRM re Wireline Broadband

FCC CC Docket No. 96-45, , NPRM re Universal Service

FCC CS Docket No. 97-80, , FNPRM re; Commercial Availability

FCC CS Docket No. 98-120, , FNPRM re Digital Must-Carry

FCC CS Docket No. 02-52, , NPRM re Cable Modem

FCC MM Docket 92-264, , Further Notice of Proposed Rulemaking re Horizontal and Vertical Ownership Li Attribution Rules

FCC PP Docket 00-67, , FNPRM re Cable-CE plug & play

Transition to Digital Television, , Digital TV transition

17. House(s) of Congress and Federal agencies contacted

Check if None

Executive Office of the President

Federal Communications Commission

Federal Trade Commission

House of Representatives

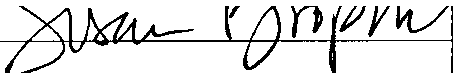
Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
An, Edward	
Bentley, Shawn	
Brophy, Susan	
Fraze, Elizabeth	
Jacobsen, Jennifer	
Lesser, Jill	
Nelson, Lisa	

19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None

Signature  Date 8/14/2003

Printed Name and Title Susan Brophy - Senior Vice President, Domestic Policy Page

Registrant Name: AOL Time WarnerClient Name: AOL Time Warner

Item	Description	Data
18a	Lobbyist Name	Teplitz, Steven
18b	Covered Official Position	
18c	New Lobbyist	No

Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. Using a separate page for each code, provide information as requested. Attach additional page(s) as needed.

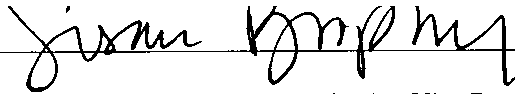
- 15. General issue area code CPT (one per page)
- 16. Specific Lobbying issues
Copyright Protection Technologies, , Copyright protection
Criminal Copyright Enforcement, , Copyright protection
H.R.1066, Benefit Authors without Limiting Advancement or Net Consumer Expectations Act, Copyright protection
H.R.1417, Copyright Royalty and Distribution Reform Act of 2003, Copyright protection
H.R.1561, United States Patent and Trademark Fee Modernization Act of 2003, Copyright protection
H.R.2517, Piracy Deterrence and Education Act of 2003, Copyright protection
Online Music Distribution Issues, , Copyright protection
S.692, Digital Consumer Right to Know Act, Copyright protection
Supreme Court Tasini Decision, , Copyright protection

- 17. House(s) of Congress and Federal agencies contacted Check if None
Department of Commerce
Executive Office of the President
Federal Communications Commission
House of Representatives
Office of U.S. Trade Representative
Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Bentley, Shawn	
Brophy, Susan	
Frazee, Elizabeth	
Jacobsen, Jennifer	
Lesser, Jill	
Nelson, Lisa	
Perlmutter, Shira	

- 19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

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Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

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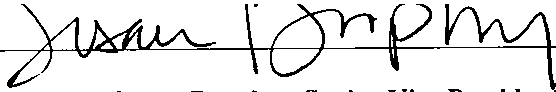
- 15. General issue area code CSP (one per page)
- 16. Specific Lobbying issues
 - Federal Trade Commission, FTC Telemarketing Sales Rule, Marketing**
 - H.R.1636, Consumer Privacy Protection Act of 2003, Privacy**
 - H.R.1933, Restrict and Eliminate the Delivery of Unsolicited Commercial Electronic Mail or Spam Act of 2003, Marketing**
 - H.R.2214, Reduction in Distribution of Spam Act of 2003, Marketing**
 - H.R.2515, Anti-Spam Act, Marketing**
 - H.R.395, Do-Not-Call Implementation Act, Marketing**
 - Online Privacy, , Privacy**
 - S.1231, Stop Pornography and Abusive Marketing Act, Marketing**
 - S.1293, Criminal Spam Act of 2003, Marketing**
 - S.877, Controlling the Assault of Non-Solicited Pornography and Marketing Act of 2003, Marketing**

- 17. House(s) of Congress and Federal agencies contacted Check if None
 - Department of Commerce**
 - Executive Office of the President**
 - Federal Trade Commission**
 - House of Representatives**
 - Senate**

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
An, Edward	
Brophy, Susan	
Frazee, Elizabeth	
Jacobsen, Jennifer	
Lesser, Jill	
Nelson, Lisa	

- 19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

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Client Name: AOL Time Warner

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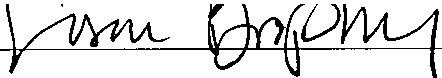
- 15. General issue area code FIN (one per page)
- 16. Specific Lobbying issues
H.R.1372, Broad-Based Stock Option Plan Transparency Act of 2003, Stock option expensing
H.R.286, Employee Stock Option Act, Stock option expensing
S.181, Stock Option Accounting Review Act, Stock option expensing
S.182, Ending the Double Standard for Stock Options Act, Stock option expensing

- 17. House(s) of Congress and Federal agencies contacted Check if None
Department of Commerce
Department of Treasury
House of Representatives
Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
An, Edward	
Brophy, Susan	
Kimmitt, Robert	
Lane, Laura	
Nelson, Lisa	

- 19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature  Date 8/14/2003

Printed Name and Title Susan Brophy - Senior Vice President, Domestic Policy Pag

Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

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15. General issue area code POS (one per page)

16. Specific Lobbying issues

**H.R.735, Postal Civil Service Retirement System Funding Reform Act of 2003, Postal reform
Postal Commission, President's Commission on the Postal Service, Postal reform
S.380, Postal Civil Service Retirement System Funding Reform Act of 2003, Postal reform**

17. House(s) of Congress and Federal agencies contacted

Check if None

**Department of Treasury
Executive Office of the President
House of Representatives
Senate
U.S. Postal Service**

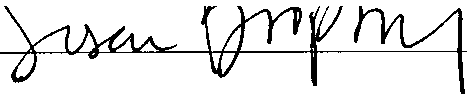
18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
An, Edward	
Brophy, Susan	
Jacobsen, Jennifer	
Nelson, Lisa	

19. Interest of each foreign entity in the specific issues listed on line 16 above

Check if None



Signature  Date 8/14/2003

Printed Name and Title Susan Brophy - Senior Vice President, Domestic Policy Pag

Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

LOBBYING ACTIVITY. Select as many codes as necessary to reflect the general issue areas in which the registrant engaged in lobbying on behalf of the client during the reporting period. **Using a separate page for each code**, provide information as requested. Attach additional page(s) as needed.

15. General issue area code TAX (one per page)

16. Specific Lobbying issues

- Foreign Sales Corporation/Extraterritorial Income, , Corporate tax**
- H.R.1481, Internet Tax Freedom Extension Act, Internet tax**
- H.R.49, Internet Tax Nondiscrimination Act, Internet tax**
- H.R.715, United States Independent Film and Television Production Incentive Act of 2003, Production tax cr**
- S.150, Internet Tax Nondiscrimination Act of 2003, Internet tax**
- S.52, Internet Tax Nondiscrimination Act, Internet tax**

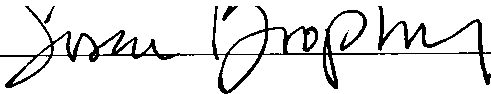
17. House(s) of Congress and Federal agencies contacted Check if None

- Department of Commerce**
- Department of Treasury**
- Executive Office of the President**
- House of Representatives**
- Senate**

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Barry, Lisa	
Brophy, Susan	
Frazee, Elizabeth	
Jacobsen, Jennifer	
Lane, Laura	
Lesser, Jill	
Nelson, Lisa	

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

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Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

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15. General issue area code TEC (one per page)

16. Specific Lobbying issues

H.R.2143, Unlawful Internet Gambling Funding Prohibition Act, ISP Liability

S.151, Prosecutorial Remedies and Other Tools to End the Exploitation of Children Today Act, ISP Liability

S.627, Unlawful Internet Gambling Funding Prohibition Act, ISP Liability

17. House(s) of Congress and Federal agencies contacted Check if None

**Executive Office of the President
Federal Communications Commission
Federal Trade Commission
House of Representatives
Senate**

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
Brophy, Susan	
Frazer, Elizabeth	
Lesser, Jill	
Nelson, Lisa	
Teplitz, Steven	

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

Signature *Susan Brophy* Date 8/14/2003

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Registrant Name: AOL Time Warner

Client Name: AOL Time Warner

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15. General issue area code TRD (one per page)


16. Specific Lobbying issues
 "Runaway" Motion Picture Production, , Trade
 U.S.-Chile Free Trade Agreement, , Trade
 U.S.-Jordan Free Trade Agreement, , Trade
 U.S.-Singapore Free Trade Agreement, , Trade

17. House(s) of Congress and Federal agencies contacted Check if None
 Department of Commerce
 Executive Office of the President
 House of Representatives
 Office of U.S. Trade Representative
 Senate

18. Name of each individual who acted as a lobbyist in this issue area

Name	Covered Official Position (if applicable)
An, Edward	
Barry, Lisa	
Bentley, Shawn	
Brophy, Susan	
Frazee, Elizabeth	
Kimmitt, Robert	
Lane, Laura	

19. Interest of each foreign entity in the specific issues listed on line 16 above Check if None

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Registrant Name: AOL Time WarnerClient Name: AOL Time Warner

Item	Description	Data
18a	Lobbyist Name	Lesser, Jill
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	Nelson, Lisa
18b	Covered Official Position	
18c	New Lobbyist	No
18a	Lobbyist Name	Perlmutter, Shira
18b	Covered Official Position	
18c	New Lobbyist	No

