

Prospectus Supplement
Dated August 30, 2000

This prospectus relates to the resale by the holders of our:

- o \$300,000,000 principal amount of 6.25% convertible notes due 2009,
- o \$425,500,000 principal amount of 2.25% convertible notes due 2009, and
- o the shares of Class A common stock issuable upon conversion of the notes.

This prospectus supplement should be read in conjunction with, and may not be delivered or utilized without, the prospectus dated November 2, 1999, including any amendments or supplements thereto. The terms of the notes are set forth in the prospectus.

The information in the table appearing under the heading "Selling Securityholders" on page 42 in the prospectus is hereby amended by adding the information below with respect to selling securityholders not previously listed in the prospectus or in any amendments or supplements thereto, and by superceding the information with respect to selling securityholders previously listed in the prospectus or in any amendments or supplements thereto that are listed below:

Selling Securityholders	Principal Amount at Maturity of 6.25% Notes Beneficially Owned That May be Sold	Number of Shares of Class A Common Stock Issuable Upon Conversion of the 6.25% Notes That May be Sold	Number of Shares of Class A Common Stock Beneficially Owned**	Percentage of Class A Common Stock Outstanding as of August 28, 2000***
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Delta Airlines Inc. Retirement Plan	\$2,800,000	114,754	--	*
McMahan Securities Co. L.P.	\$220,000	9,016	--	*
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TOTAL	\$3,020,000	123,770	--	*

* Less than 1%.

** In addition to the shares issuable upon conversion of the notes.

*** Includes shares issuable upon conversion of the notes and additional shares beneficially owned as of August 28, 2000.