

Prospectus Supplement  
 Dated January 21, 2000

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

- o \$300,000,000 principal amount of 6.25% convertible notes due 2009,
- o \$425,500,000 principal amount at maturity 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 2.25% Notes Beneficially Owned That May Be Sold | Percentage of 2.25% Notes Outstanding as of January 20, 2000, 2000 | Number of Shares of Class A Common Stock Issuable Upon Conversion of the 2.25% Notes That May Be Sold | Number of Shares of Class A Common Stock Owned | Percentage of Class A Common Stock Outstanding as of January 20, 2000** |
|---|---|--|---|--|---|
| Chrysler Corporation Master Retirement Trust                    | 6,895,000   | 2.96   | 300,625   | --   | *   |
| Delta Airlines Master Trust c/o Oaktree Capital Management, LLC | 2,805,000   | 1.21   | 122,083   | --   | *   |
| Motion Picture Industry Health Plan - Active Member Fund        | 795,000   | *  | 35,208  | --   | *   |
| Motion Picture Industry Health Plan - Retiree Member Fund       | 400,000   | *  | 17,708  | --   | *   |
| OCM Convertible Trust   | 3,715,000   | 1.60   | 162,083   | --   | *   |
| Partner Reinsurance Company, Ltd.                               | 1,410,000   | *  | 61,250  | --   | *   |
| State Employees' Retirement Fund of the State of Delaware       | 3,500,000   | 1.50   | 152,708   | --   | *   |
| State of Connecticut Combined Investment Funds                  | 8,400,000   | 3.61   | 365,208   | --   | *   |
| Vanguard Convertible Securities Fund, Inc.                      | \$4,750,000   | 2.04   | 206,458   | --   | *   |
|   | =====   | =====  | =====   | =====  | =====   |
| TOTAL   | \$32,670,000  | 14.04  | 1,361,247   | --   | 1.00  |

\* Less than 1%.

\*\* Includes shares issuable upon conversion of the notes and shares beneficially owned as of January 20, 2000.