

Categories of Services for 214 Applications
(Streamline/Non-streamline)

- LIMITED/GLOBAL RESALE SERVICE
- LIMITED/GLOBAL FACILITIES-BASED SERVICE
- LIMITED/GLOBAL FACILITIES-BASED/RESALE SERVICE
- INDIVIDUAL FACILITIES-BASED SERVICE
- INTERCONNECTED PRIVATE LINE RESALE SERVICE
- INMARSAT AND MOBILE SATELLITE SERVICE
- INTERNATIONAL SPECIAL PROJECT
- SWITCHED RESALE SERVICE
- TRANSFER OF CONTROL
- ASSIGNMENT OF LICENSE
- PRO FORMA TRANSFER/ASSIGNMENT
- SPECIAL TEMPORARY AUTHORITY
- SUBMARINE CABLE LANDING LICENSE

Description of Application:

~~Company to Charter~~ Transfer of International Communications

~~Company to Charter~~ T/C of Bresnan Telephone

Company to Charter Communications

REMITTANCE ADVICE (Continuation Sheet)

PAGE NO. _____ OF _____

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT

SECTION BB - ADDITIONAL APPLICANT INFORMATION

(11) APPLICANT NAME (if paying by credit card, enter name exactly as it appears on your card)

Charter Communications VIII, LLC

(12) STREET ADDRESS LINE NO. 1

12444 Powerscourt Drive

(13) STREET ADDRESS LINE NO. 2

(14) CITY
St. Louis

(15) STATE
Missouri

(16) ZIP CODE
63131

(17) DAYTIME TELEPHONE NUMBER (include area code)

314-965-0555

(18) COUNTRY CODE (if not in U.S.A.)

IF MORE BOXES ARE NEEDED, USE ADDITIONAL FCC 159-C CONTINUATION SHEETS TO LIST EACH SERVICE

SECTION CC - PAYMENT INFORMATION

(19A) FCC CALL SIGN/OTHER ID	(20A) PAYMENTTYPE CODE (PTC)		(21A) QUANTITY	(22A) FEE DUE FOR (PTC) IN BLOCK 20A \$	FCC USE ONLY
(23A) FCC CODE 1			(24A) FCC CODE 2		
(19B) FCC CALL SIGN/OTHER ID	(20B) PAYMENTTYPE CODE (PTC)		(21B) QUANTITY	(22B) FEE DUE FOR (PTC) IN BLOCK 20B \$	FCC USE ONLY
(23B) FCC CODE 1			(24B) FCC CODE 2		
(19C) FCC CALL SIGN/OTHER ID	(20C) PAYMENTTYPE CODE (PTC)		(21C) QUANTITY	(22C) FEE DUE FOR (PTC) IN BLOCK 20C \$	FCC USE ONLY
(23C) FCC CODE 1			(24C) FCC CODE 2		
(19D) FCC CALL SIGN/OTHER ID	(20D) PAYMENTTYPE CODE (PTC)		(21D) QUANTITY	(22D) FEE DUE FOR (PTC) IN BLOCK 20D \$	FCC USE ONLY
(23D) FCC CODE 1			(24D) FCC CODE 2		

SECTION DD - TAXPAYER INFORMATION

(25) COMPLETE THIS BLOCK ONLY IF SECTION BB IS APPLICABLE

APPLICANT TIN

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Before the
FEDERAL COMMUNICATIONS COMMISSION
Washington, D.C. 20554

In the Matter of)
)
)
Bresnan Communications)
Company Limited Partnership)
Charter Communications)
VIII, LLC)
)
File No. I-T-C)
Application for Transfer of Control)
Pursuant to Section 214 of the)
Communications Act of 1934,)
as Amended, And Section 63.18(e)(3))
of the Commission's Rules)

APPLICATION

Bresnan Communications Company Limited Partnership (“BCC”) and Charter Communications VIII, LLC (“CC VIII”) (together, “Applicants”), pursuant to Section 214 of the Communications Act of 1934, as amended (47 U.S.C. § 214) and Section 63.18(e) of the Commission’s Rules (47 C.F.R. § 63.18(e)), hereby apply for approval of a Transfer of Control to CC VIII of BCC’s indirect subsidiary, Bresnan Telephone Company of Michigan, L.P., which previously was granted authority by the Commission to resell the services of other carriers to provide telecommunications services between the United States and various international points.¹ This application is necessitated by the fact that CC VIII’s parent, Charter Communications Holding Company, LLC, has agreed to purchase all partnership interests in BCC. The Section 214 authority previously granted by the Commission will continue to be held in the name Bresnan Telephone of Michigan, L.L.C., which will become a subsidiary of CC VIII.

This application is qualified for streamlined processing pursuant to Section 63.12 of the

¹ Overseas Common Carrier Section 214 Application Actions Taken, Report No. I-8268, 12 FCC Rcd 17463 (1997).

Commission's Rules. Accordingly, Applicants respectfully request streamlined processing of this routine application pursuant to Section 63.12 of the Commission's Rules.

By granting this application, the Commission will serve the public interest, convenience and necessity by continuing to promote competition in the international service market. Competition will benefit U.S. consumers by increasing service options and lowering prices. Thus, the public interest will be served by the continuance of Section 214 authority Bresnan Telephone Company of Michigan, L.L.C. under new ownership and control.

In support of its application, Applicant provides the following information as set forth pursuant to Section 63.18 of the Commission's Rules:

- (a) Applicants' name, address, and telephone number:

TRANSFEROR: Bresnan Communications Company Limited Partnership
709 Westchester Avenue
White Plains, NY 10604
Telephone: (914) 993-6655

TRANSFeree: Charter Communications VIII, LLC
12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555

- (b) The Government, State, or Territory under the laws of which each corporate or partnership applicant is organized:

BCC is a limited partnership organized under the laws of the State of Delaware. CC VIII is a limited liability company organized under the laws of the State of Delaware.

- (c) Correspondence regarding this application should be addressed to:

TRANSFEROR: Leonard J. Higgins
Senior Vice President – Ultimate Manager
Bresnan Communications Company Limited Partnership
709 Westchester Avenue
White Plains, NY 10604
Telephone: (914) 993-6655

TRANSFERRER:

Trudi M. Foushee, Esq.
Vice President & Senior Counsel
Charter Communications VIII, LLC
12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555

with copies of all correspondence to:

John C. Dodge
Cole, Raywid & Braverman, L.L.P.
Suite 200
1919 Pennsylvania Avenue, NW
Washington, DC 20006
Telephone: (202) 659-9750

- (d) Whether the applicant has previously received authority under Section 214 of the Act and, if so, a general description of the categories of facilities and services authorized (i.e., authorized to provide international switched services on a facilities basis):

BCC's present subsidiary, Bresnan Telephone of Michigan, L.L.C., previously received authority under Section 214 of the Act to provide resold international switched services. *See* Overseas Common Carrier Section 214 Application Actions Taken, Report No. I-8268, 12 FCC Rcd 17463 (1997). CC VIII has not previously received authority under Section 214 of the Act.

- (e)(2) Global Resale Authority.

CC VIII requests continuation of Section 214 resale authority pursuant to the terms and conditions of Section 63.18(e)(2) of the Commission's Rules. Specifically, CC VIII requests continuation of the authority to resell the international services of authorized U.S. common carriers for the provision of international basic switched, private line, data, television and business services to all international points. CC VIII further states that it will comply with all terms and conditions set forth in Section 63.18(e)(2)(ii) of the Commission's Rules. CC VIII proposes no change at present in the name of the entity which will hold the 214 authority – Bresnan Telephone of Michigan, L.L.C.

(f) Global Facilities Authority.

Not applicable. CC VIII's proposal conforms to the terms and conditions of Section 63.18(e)(2), and is subject to streamlined processing pursuant to Section 63.12 of the Commission's rules. At this time, Applicant seeks no other authorization available under Section 63.18(e).

(g) Section 1.1306 Exclusion.

Not applicable. CC VIII does not request facilities-based authority under Section 63.18(e)(6).

(h) Ownership; Interlocking Directorates.

(1) The names, addresses, citizenship and principal businesses of CC VIII's 10% or greater direct and indirect shareholders or other equity holders or any interlocking directorates are as follows:

Name: Charter Communications Holding Company, LLC
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: 100%

Persons or entities that directly or indirectly own at least ten percent of the equity of Charter Communications Holding Company, LLC include:

Name: Charter Communications, Inc.
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: 40.6%

Name: Charter Investment, Inc.
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: 39.9%

Name: Vulcan Cable III, Inc.
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: 19.5%

Persons or entities that directly or indirectly own at least ten percent of the equity of Charter Communications, Inc. include:

Name: Paul G. Allen
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: .02% equity; 93.6% voting

Persons or entities that directly or indirectly own at least ten percent of the equity of Charter Investment, Inc. include:

Name: Paul G. Allen
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: 96.8%

Persons or entities that directly or indirectly own at least ten percent of the equity of Vulcan Cable III, Inc. include:

Name: Paul G. Allen
Address: 12444 Powerscourt Drive
St. Louis, MO 63131
Telephone: (314) 965-0555
Citizenship: USA
Principal Business: Cable Television Services
Percentage of equity owned: 100%

(2) Neither CC VIII nor any of its affiliates or owners have any interlocking directorates with a foreign carrier.

- (i) Certification as to whether or not the applicant is, or is affiliated with, a foreign carrier:
CC VIII is not, and is not affiliated with, a foreign carrier.
- (j) Certification as to whether or not the applicant seeks to provide international telecommunications services to any destination country for which any of the following is true:
CC VIII certifies that none of this subprovision is applicable to CC VIII:
(1) CC VIII is a not a foreign carrier;
(2) CC VIII does not control any foreign carrier;
(3) None of CC VIII 's equity owners controls a foreign carrier;
(4) No foreign carriers own any equity interest in CC VIII.
- (k) Destination Country Listing.
Not applicable. *See* answer to (j) above.
- (l) Certification for Resale where Applicant is a Foreign Carrier.
Not applicable. *See* answer to (j) above.
- (m)Regulatory Classification (Non-Dominance) where Applicant is a Foreign Carrier.
Not applicable. *See* answer to (j) above.
- (n) Certification Regarding Special Concessions.
CC VIII certifies that it has not agreed to accept special concessions directly or indirectly from any foreign carrier or administration with respect to traffic or revenue flows between the U.S. and any foreign country which CC VIII may serve under the authority granted under this application, and that it will not enter into such agreements in the future.
- (o) Certification pursuant to Sections 1.2001 through 1.2003 of the Commission's Rules (implementing the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 5301:
Please see the attached Certification by CC VIII.

(p) Request for Streamlined Processing pursuant to §63.12.

CC VIII qualifies for streamlined processing of its application pursuant to §63.12 because it is not affiliated with any foreign carrier, and the Commission has previously found that CC VIII's soon-to-be new subsidiary, Bresnan Telephone Company of Michigan, L.L.C., is a nondominant reseller of the services of authorized U.S. common carriers for the provision of international basic switched, private line, data, television and business services to all international points.

WHEREFORE, Applicants respectfully submit that the public interest, convenience and necessity will be served by a grant of this application pursuant to Section 63.12 of the Commission's Rules.

Respectfully submitted,

By:



Leonard J. Higgins

Senior Vice President - Ultimate Manager
Bresnan Communications Company
Limited Partnership
709 Westchester Avenue
White Plains, NY 10604
Telephone: (914) 993-6655

By:

Charter Communications VIII, LLC
12444 Powerscourt Drive, Suite 100
St. Louis, MO 63131
Telephone: (314) 965-0555

Dated: 12/8/99

Dated: _____

John C. Dodge
Cole, Raywid & Braverman, L.L.P.
Suite 200
1919 Pennsylvania Avenue, NW
Washington, DC 20006
Telephone: (202) 659-9750
*Counsel to Bresnan Communications Company Limited Partnership
Counsel to Charter Communications VIII, LLC*

WHEREFORE, Applicants respectfully submit that the public interest, convenience and necessity will be served by a grant of this application pursuant to Section 63.12 of the Commission's Rules.

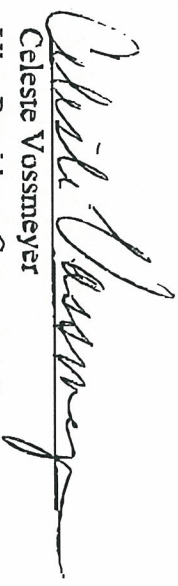
Respectfully submitted,

By:

Leonard J. Higgins
Senior Vice President - Ultimate Manager

Bresnan Communications Company
Limited Partnership
709 Westchester Avenue
White Plains, NY 10604
Telephone: (914) 993-6655

By:



Celeste Vossmeyer
Vice President, Government Relations

Charter Communications VIII, LLC
12444 Powerscourt Drive, Suite 100
St. Louis, MO 63131
Telephone: (314) 965-0555

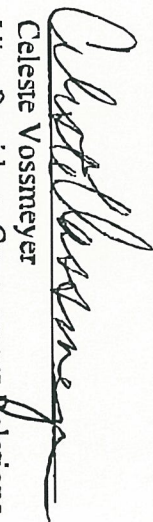
Dated: _____

Dated: 12/8/99

John C. Dodge
Cole, Raywid & Braverman, L.L.P.
Suite 200
1919 Pennsylvania Avenue, NW
Washington, DC 20006
Telephone: (202) 659-9750
*Counsel to Bresnan Communications Company Limited Partnership
Counsel to Charter Communications VIII, LLC*

SECTION 1.2001 CERTIFICATION

On behalf of Charter Communications VIII, LLC, and in accordance with Sections 1.2001-1.2003 of the Commission's Rules, 47 C.F.R. §§ 1.2001-1.2003, I hereby certify that neither CC VIII or any party to this application is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988. See 21 U.S.C. § 853(a).



Celeste Vossmeier
Vice President, Government Relations
Charter Communications VIII, LLC
12444 Powerscourt Drive, Suite 100
St. Louis, MO 63131
Telephone: (314) 965-0555

Dated: 12/8/99