

**Charter Communications Operating, LLC (CCO)
13 Week Cash Forecast (Amounts in 000's)**

3/26/2009 9:03

	W/E	1 4/3/2009	2 4/10/2009	3 4/17/2009	4 4/24/2009	5 5/1/2009	6 5/8/2009	7 5/15/2009	8 5/22/2009	9 5/29/2009	10 6/5/2009	11 6/12/2009	12 6/19/2009	13 6/26/2009	13 Week Total
Beginning Balance (1)		641,244	698,545	785,510	847,872	637,358	518,384	574,807	550,755	617,951	641,954	628,307	671,259	661,271	641,244
Customer Receipts (2)		142,000	140,145	140,145	135,092	123,800	123,800	144,130	138,757	113,700	134,000	138,757	138,757	123,800	1,736,884
Capital Expenditures		(1,883)	(1,883)	(1,883)	(61,883)	(16,883)	(16,883)	(16,883)	(16,883)	(16,883)	(16,883)	(16,883)	(16,883)	(16,883)	(219,483)
General Expense		-	-	-	(94,688)	(23,708)	(23,708)	(23,708)	(23,708)	(23,708)	(23,708)	(23,708)	(23,708)	(23,708)	(308,061)
Payroll and Related (3)		(20,481)	(15,581)	(20,481)	(15,581)	(20,481)	(15,581)	(20,481)	(15,581)	(20,481)	(15,581)	(20,481)	(15,581)	(20,481)	(236,856)
Programming Expense		-	-	-	(144,854)	(34,230)	-	(62,856)	-	-	(34,230)	(7,251)	(76,374)	-	(359,795)
Utilities & Rent Expense		-	-	-	(12,086)	(4,100)	(3,125)	(3,125)	(2,167)	(2,167)	(4,100)	(3,125)	(3,125)	(2,167)	(39,286)
Contractors (Customer Facing)		(4,466)	(1,450)	(17,750)	(1,450)	(1,450)	(17,750)	(1,450)	(1,450)	(1,450)	(1,450)	(21,825)	(1,450)	(1,450)	(74,841)
Call Centers		-	-	-	(5,700)	-	-	(2,000)	-	(5,700)	-	-	(2,000)	(5,700)	(21,100)
Taxes and Fees (4)		(5,190)	(6,846)	(3,434)	(8,644)	(6,041)	(6,630)	(3,712)	(11,772)	(12,122)	(7,369)	(827)	(9,624)	(433)	(82,644)
Operational Disbursements		(32,021)	(25,760)	(43,548)	(344,886)	(106,894)	(67,378)	(150,516)	(71,561)	(82,511)	(103,322)	(94,101)	(148,745)	(70,822)	(1,342,065)
Utility Adequate Assurance Reserve		-	(6,586)	-	-	-	-	-	-	-	-	-	-	-	(6,586)
Reorganization Professional Fees		-	-	-	-	-	-	(2,826)	-	(7,186)	-	(1,705)	-	(7,907)	(19,625)
Vendor Deposits		(18,333)	(18,333)	(18,333)	-	-	-	-	-	-	-	-	-	-	(55,000)
Possessory Lien Payments		-	(2,500)	(2,500)	-	-	-	-	-	-	-	-	-	-	(5,000)
Legal Settlements		-	-	-	(720)	-	-	-	-	-	-	-	-	-	(720)
Restructuring Disbursements		(18,333)	(27,419)	(20,833)	(720)	-	-	(2,826)	-	(7,186)	-	(1,705)	-	(7,907)	(86,930)
Swap Loan Payments (5)		-	-	-	-	(2,599)	-	-	-	-	(2,599)	-	-	-	(5,198)
Commitment Fees		(850)	-	-	-	-	-	-	-	-	-	-	-	-	(850)
CCO Bank Interest (6)		(16,294)	-	(13,402)	-	(53,241)	-	(14,839)	-	-	(42,066)	-	-	-	(139,841)
CCO Bond Interest (6)		-	-	-	-	(80,387)	-	-	-	-	-	-	-	-	(80,387)
Interest Income		299	-	-	-	348	-	-	-	-	339	-	-	-	986
Term Paydown (6)		(17,500)	-	-	-	-	-	-	-	-	-	-	-	-	(17,500)
Borrowing Expenses		(34,345)	-	(13,402)	-	(135,880)	-	(14,839)	-	-	(44,325)	-	-	-	(242,790)
Ending Balance		698,545	785,510	847,872	637,358	518,384	574,807	550,755	617,951	641,954	628,307	671,259	661,271	706,342	706,342

(1) Excludes approximately \$88MM of cash held at Debtor entities above CCO and approximately \$26MM of escrowed cash.

(2) Week 1 includes an estimated \$20MM of receipts from the one post-filing day of the previous week.

(3) Excludes impact of future operational cost reduction initiatives.

(4) Includes sales & use, telephony and estimated income taxes, franchise fees and copyright fees.

(5) Reflects estimated mark to market on hedges as of January 31, 2009. Actual liability will reflect final termination values, which will be determined by each counterparty and established subsequent to the Petition Date.

(6) Amortization payments and default interest are assumed to be paid solely in the context of a consensual arrangement for the use of cash collateral or as may be ordered by the Court.

CHARTER COMMUNICATIONS OPERATING, LLC
2009 BUDGET

	Amounts in 000s				
	1st Qtr	2nd Qtr	3rd Qtr	4th Qtr	2009
Revenue					
Video.....	884,497	895,939	894,072	897,196	3,571,704
High-speedInternet.....	354,270	362,147	368,887	375,600	1,460,904
Telephone.....	171,362	182,571	190,605	198,503	743,041
AdvertisingSales	59,252	69,237	71,014	70,758	270,261
Commercial.....	106,260	110,891	117,077	121,535	455,763
Other	102,039	103,855	106,032	105,511	417,437
Total Revenue	<u>1,677,680</u>	<u>1,724,640</u>	<u>1,747,687</u>	<u>1,769,103</u>	<u>6,919,110</u>
OperatingExpenses					
Programming.....	447,417	451,008	457,910	458,571	1,814,906
Service	266,619	276,073	281,945	268,277	1,092,914
AdvertisingSales	25,010	25,679	25,651	25,123	101,463
G&A(beforemanagementfees).....	253,747	261,490	264,985	254,630	1,034,852
Marketing.....	66,609	65,210	77,567	74,586	283,972
TotalOperatingExpense	<u>1,059,402</u>	<u>1,079,460</u>	<u>1,108,058</u>	<u>1,081,187</u>	<u>4,328,107</u>
TotalOperatingCashFlow	<u>618,278</u>	<u>645,180</u>	<u>639,629</u>	<u>687,916</u>	<u>2,591,003</u>
LessCorporateOverhead.....	34,570	34,176	33,241	32,093	134,080
AdjustedEBITDA	583,708	611,004	606,388	655,823	2,456,923
CapitalExpenditures	<u>323,869</u>	<u>299,832</u>	<u>281,640</u>	<u>267,634</u>	<u>1,172,975</u>
UnleveredFreeCashFlow	<u>259,839</u>	<u>311,172</u>	<u>324,748</u>	<u>388,189</u>	<u>1,283,948</u>