

ORIGINAL

COLE, RAYWID & BRAVERMAN, L.L.P.

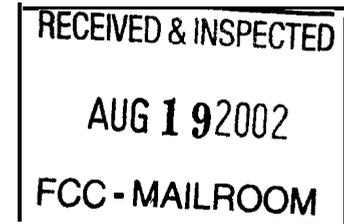
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August 13, 2002



HAND DELIVERY

Federal Communications Commission
1270 Fairfield Road
Gettysburg, Pennsylvania 17325-7245

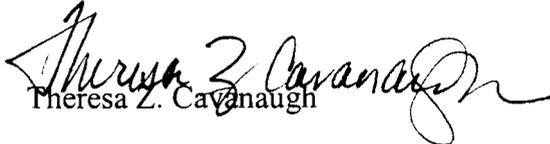
Re: **Bresnan Communications, LLC**
FCC Form 602 - Ownership Disclosure Information

Dear Sir or Madam:

Submitted for filing on behalf of Bresnan Communications, LLC ("Bresnan"), are an original and one "stamp and return" copy of FCC Form 602, Ownership Disclosure Information.

Please date-stamp the "stamp and return" copy to me in the enclosed, self-addressed stamped envelope. There is no filing fee associated with this form. If you have any questions regarding this filing, please contact the undersigned counsel.

Sincerely,


Theresa Z. Cavanaugh

cc: Bresnan Communications, LLC (w/encls.)

8/13/02

AUG 13 2002

Applicant / Licensee information

1) First Name (if individual):	MI:	Last Name:	Suffix:
2) Applicant Name (if entity):		3) FCC Registration Number (FRN):	
Bresnan Communications, LLC		0007-0019-77	

Related FCC Regulated Businesses of Applicant / Licensee

4a) Name and address of all FCC Regulated Businesses owned by Applicant / Licensee (use additional sheets, if necessary):	4b) Principal Business:	4c) FCC Registration Number (FRN):	4d) Percent of Interest Held:
Bresnan Communications, LLC	Cable Television	0007-0019-77	

Signature

5) Typed or Printed Name of Party Authorized to Sign

First Name:	MI:	Last Name:	suffix:
Robert	V.	Bresnan	
Title:			
UNION VICE PRESIDENT OF THE NAWA/EC			
Signature:			Date:
			6/24/02

Failure to Sign This Application May Result in Dismissal Of The Application And Forfeiture Of Any Fees Paid

WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR ANY ATTACHMENTS ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. Code, Title 18, Section 1001) AND/OR REVOCATION OF ANY STATION LICENSE OR CONSTRUCTION PERMIT (U.S. Code, Title 47, Section 312(a)(1)) AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity):		3) FCC Registration Number (FRN):		
Bresnan Communications Finance, LLC		0007-0019-69		
4) Disclosable Interest Holder's Address:				
777 Westchester Avenue, White Plains, New York 10604				
5) Type of Interest in Applicant (D) (refer to instructions for list):		6) Disclosable Interest Holder is a (n): (M) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
				100%
8) Disclosable Interest Holder's Type of Ownership (O) (refer to instructions for list):			9) Disclosable Interest Hdder's Country of Citizenship:	
(X) Voting () Non-Voting			U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
See Exhibit 1			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Bresnan Broadband Holdings, LLC		3) FCC Registration Number (FRN): 0007-2032-68	
4) Disclosable Interest Holder's Address: 777 Westchester Avenue, White Plains, New York 10604			
5) Type of Interest in Applicant (I) (refer to instructions for list):	6) Disclosable Interest Holder is a (n): (M) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 100%	
8) Disclosable Interest Holder's Type of Ownership (0) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Bresnan Broadband Holdings wholly owns Bresnan Communications Finance, which in turn wholly owns the Filer.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
See Exhibit 1			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual): William	MI: J.	Last Name: Bresnan	Suffix:
2) Disclosable Interest Holder's Name (if entity): -		3) FCC Registration Number (FRN): 0007-2033-18	
4) Disclosable Interest Holder's Address: 777 Westchester Avenue, White Plains, New York 10604			
5) Type of Interest in Applicant (I) (refer to instructions for list):	6) Disclosable Interest Holder is a (n): (I) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 2.2%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): William J. Bresnan ultimately controls the Filer through his equity interests in various Bresnan entities in the ownership chain and through a Management Agreement relating to the Filer.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
See Exhibit 1			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Hdder's First Name (if individual):		MI:	Last Name:	Suffix:
2) Disclosable Interest Hdder's Name (if entity):		3) FCC Registration Number (FRN):		
Providence Equity Bresnan Cable LLC		0007-5126-35		
4) Disclosable Interest Holder's Address:				
Attn: Michael J. Angelakis 50 Kennedy Plaza, 18th Floor, Providence RI 02903				
5) Type of Interest in Applicant (<input type="checkbox"/>) (refer to instructions for list):		6) Disclosable Interest Holder is a (n): (<input checked="" type="checkbox"/>) (refer to instructions for list of codes):		7) Percent of Interest Held in Applicant:
				81%
8) Disclosable Interest Holder's Type of Ownership (<input type="checkbox"/>) (refer to instructions for list):			9) Disclosable Interest Holder's Country of Citizenship:	
(<input checked="" type="checkbox"/>) Voting () Non-Voting			USA	
0) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant):				
Providence Equity Bresnan Cable LLC holds an 81% equity interest in Bresnan Broadband Holdings, LLC				

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
None			

Schedule for Disclosable Interest Hdders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Hdder's Name (if entity): Providence Equity Partners IV		3) FCC Registration Number (FRN): 0007-5130-21	
4) Disclosable Interest Holder's Address: Attn: Michael J. Angelakis 50 Kennedy Plaza, 18th Floor, Providence RI 02903			
5) Type of Interest in Applicant (<input type="checkbox"/>) (refer to instructions for list):	6) Disclosable Interest Holder is a (n): (<input type="checkbox"/>) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 73.2%	
8) Disclosable Interest Holder's Type of Ownership (<input type="checkbox"/>) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Hdder's Country of Citizenship: USA	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Providence Equity Partners IV holds a 90.35% interest in Providence Equity Bresnan Cable LLC			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
None			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	suffix:
2) Disclosable Interest Holder's Name (if entity): Toronto-Dominion Investments, Inc.		3) FCC Registration Number (FRN): 0007-1281-27	
4) Disclosable Interest Holder's Address: 909 Fannin, Suite 1700, Houston, TX 77010			
5) Type of Interest in Applicant (I) (refer to instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 12.2%	
8) Disclosable Interest Holder's Type of Ownership (O) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Toronto Dominion Investments holds a 12.2% equity interest in Bresnan Broadband Holdings, LLC.			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
See Exhibit 1			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): Toronto-Dominion Holdings (U.S.A), Inc.		3) FCC Registration Number (FRN): 0007-4271-49	
4) Disclosable Interest Holder's Address: 909 Fannin, Suite 1700, Houston, TX 77010			
5) Type of Interest in Applicant (I) (refer to instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 12.2%	
8) Disclosable Interest Holder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Holder's Country of Citizenship: U.S.A.	
10) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Toronto Dominion Holdings wholly owns Toronto Dominion Investments			

Related FCC Regulated Businesses of Disclosable Interest Holders (repeat for each interest holder identified)

IIa) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets if necessary):	IIb) Principal Business:	IIc) FCC Registration Number (FRN):	IId) Percent of Interest Held:
See Exhibit 1			

Schedule for Disclosable Interest Holders

Disclosable Interest Holder Information (complete as many as required to describe all disclosable interest holders)

1) Disclosable Interest Holder's First Name (if individual):	MI:	Last Name:	Suffix:
2) Disclosable Interest Holder's Name (if entity): The Toronto-Dominion Bank		3) FCC Registration Number (FRN): 0007-4271-23	
4) Disclosable Interest Holder's Address: P.O. Box 1, Toronto Dominion Center, King St. W and Bay St., Toronto, Ontario, Canada M5K 1A2			
5) Type of Interest in Applicant (<input type="checkbox"/>) (refer to instructions for list):	6) Disclosable Interest Holder is a (n): (C) (refer to instructions for list of codes):	7) Percent of Interest Held in Applicant: 12.2%	
8) Disclosable Interest Hdder's Type of Ownership (C) (refer to instructions for list): <input checked="" type="checkbox"/> Voting <input type="checkbox"/> Non-Voting		9) Disclosable Interest Hdder's Country of Citizenship: Canada	
0) Relationship Description (if the disclosable interest holder is an indirect owner, list path of ownership from indirect owner to the applicant): Toronto Dominion Bank wholly owns Toronto Dominion Holdings, Inc.			

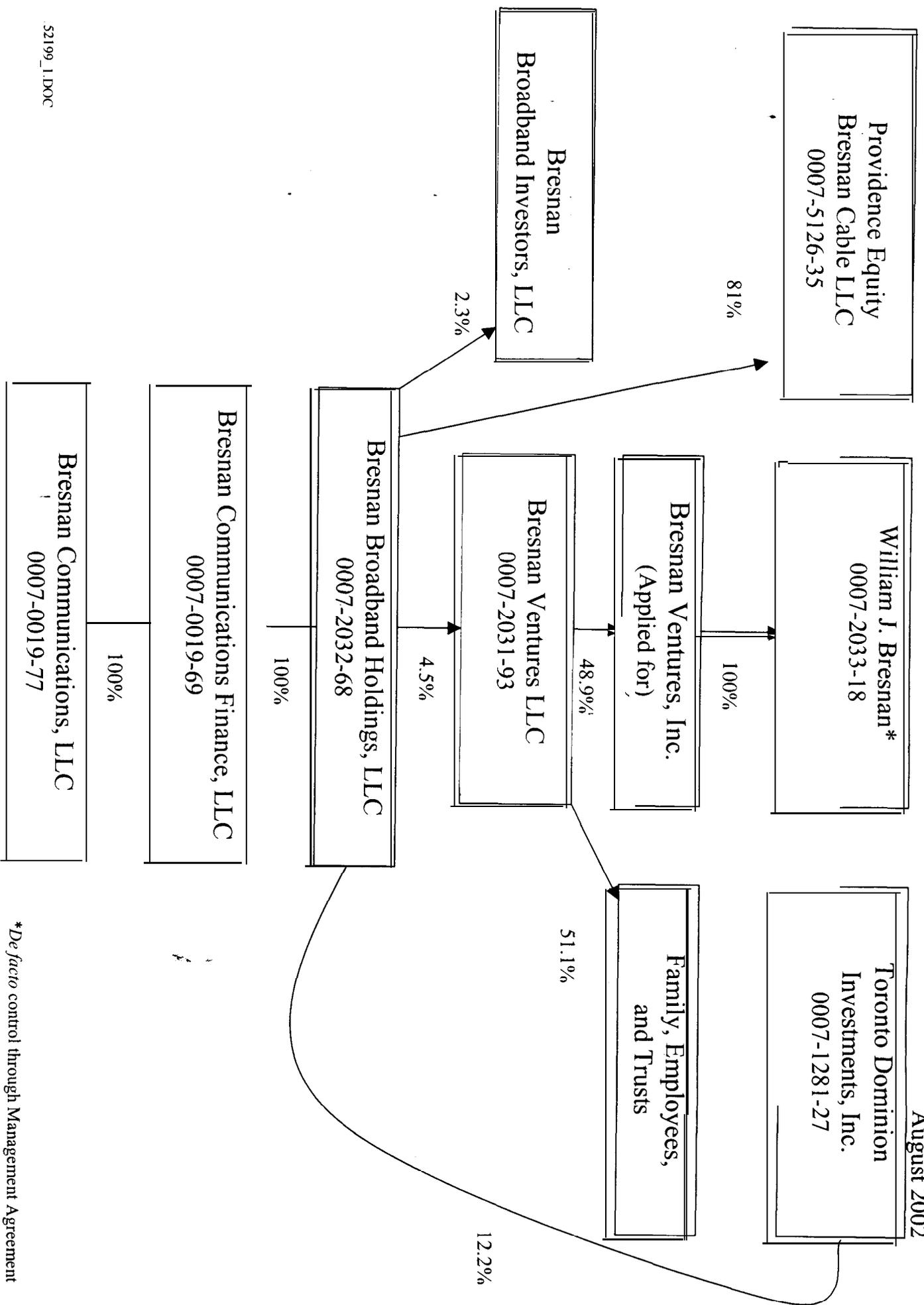
11a) Name and address of all FCC Regulated Businesses owned by Disclosable Interest Holder listed in Item 1 or 2 (use additional sheets, if necessary):	11b) Principal Business:	11c) FCC Registration Number (FRN):	11d) Percent of Interest Held:
See Exhibit 1			

DESCRIPTION OF OWNERSHIP

As reported in the attached FCC Form 602 and associated Schedule As, Bresnan Communications, LLC (the "Filer") is a Delaware Limited Liability Corporation. An organizational chart outlining the ownership of the Filer is attached to this exhibit.

In response to Item 4 of the Main Form and Item 11(a) of the Schedule As, Filer reports that it presently does not hold any FCC licenses or interests in FCC regulated businesses. Upon FCC approval and consummation of a pending transaction to acquire certain cable systems in western states from AT&T Broadband, Filer will be the licensee of three common carrier point-to-point microwave licenses, 36 business radio licenses, 23 CARS microwave licenses, and almost 100 earth station authorizations. None of the other Bresnan entities identified in the attached organizational chart presently have interests in FCC regulated businesses. The primary business of all Bresnan entities identified in this form is the provision of cable television services. The address for the Filer and all Bresnan entities identified in Attachment A is 777 Westchester Avenue, White Plains, New York 10604.

In addition, none of the Providence Equity entities identified in this form hold any FCC licenses or have reportable interests in FCC regulated businesses. Finally, neither Toronto-Dominion Investments, Inc. ("TDI") nor its parents identified in this Form 602 directly hold any FCC licenses, although TDI's ultimate corporate parent, The Toronto-Dominion Bank, and its affiliates have investments in numerous companies in the communications industry, such as telecommunications, cable and broadcast companies.



*De facto control through Management Agreement