

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (D) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the Quarterly Period Ended March 31, 2000.

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15 (D) OF THE
SECURITIES EXCHANGE ACT OF 1934

For the Transition Period From _____ to _____

Commission File Numbers:
333-56679
333-56679-02
333-56679-01
333-56679-03

RENAISSANCE MEDIA GROUP LLC*
RENAISSANCE MEDIA (LOUISIANA) LLC*
RENAISSANCE MEDIA (TENNESSEE) LLC*
RENAISSANCE MEDIA CAPITAL CORPORATION*

(Exact names of registrants as specified in their charters)

Delaware	14-1803051
Delaware	14-1801165
Delaware	14-1801164
Delaware	14-1803049
-----	-----

(State or other jurisdiction of
incorporation or organization)

(I.R.S. Employer
Identification No.)

12444 Powerscourt Drive - Suite 100
St. Louis, Missouri

63131

(Address of principal executive offices)

(Zip Code)

(314) 965-0555

(Registrants' telephone number, including area code)

Indicate by check mark whether the registrants: (1) have filed all reports
required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of
1934 during the preceding 12 months (or for such shorter period that the
registrants were required to file such reports), and (2) have been subject to
such filing requirements for the past 90 days. Yes X No

Indicate the number of shares outstanding of each of the issuer's classes of common stock, as of the latest practicable date:

All of the limited liability company membership interests of Renaissance Media (Louisiana) LLC and Renaissance Media (Tennessee) LLC are held by Renaissance Media Group LLC. All of the issued and outstanding shares of capital stock of Renaissance Media Capital Corporation are held by Renaissance Media Group LLC. All of the limited liability company membership interests of Renaissance Media Group LLC are held by Charter Communications, LLC (and indirectly by Charter Communications Holdings, LLC, a reporting company under the Exchange Act). There is no public trading market for any of the aforementioned limited liability company membership interests or shares of capital stock.

* Renaissance Media Group LLC, Renaissance Media (Louisiana) LLC, Renaissance Media (Tennessee) LLC and Renaissance Media Capital Corporation meet the conditions set forth in General Instruction (H) (1)(a) and (b) of Form 10-Q and are therefore filing this Form with the reduced disclosure format.

RENAISSANCE MEDIA GROUP LLC
RENAISSANCE MEDIA (LOUISIANA) LLC
RENAISSANCE MEDIA (TENNESSEE) LLC
RENAISSANCE MEDIA CAPITAL CORPORATION

FORM 10-Q - FOR THE QUARTER ENDED MARCH 31, 2000
INDEX

	Page
Part I. Financial Information	
Item 1. Financial Statements - Renaissance Media Group LLC and Subsidiaries.	4
Item 2. Management's Discussion and Analysis of Financial Condition and Results of Operations.	8
Part II. Other Information	
Item 6. Exhibits and Reports on Form 8-K.	12
Signatures.	13

NOTE: Separate financial statements of Renaissance Media Capital Corporation have not been presented as this entity had no operations and substantially no assets or equity. Accordingly, management has determined that such financial statements are not material.

PART I. FINANCIAL INFORMATION.
ITEM 1. FINANCIAL STATEMENTS.

RENAISSANCE MEDIA GROUP LLC AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(DOLLARS IN THOUSANDS)

	SUCCESSOR	
	MARCH 31, 2000	DECEMBER 31, 1999*
	(UNAUDITED)	
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 5,347	\$ 3,521
Accounts receivable, net of allowance for doubtful accounts of \$56 and \$80, respectively	1,174	1,084
Prepaid expenses and other	254	157
Receivable from related party	4,100	12,500
	-----	-----
Total current assets	10,875	17,262
	-----	-----
INVESTMENT IN CABLE PROPERTIES:		
Property, plant and equipment, net of accumulated depreciation of \$5,110 and \$4,673, respectively	70,902	67,396
Franchises, net of accumulated amortization of \$25,116 and \$18,445, respectively	389,745	396,416
	-----	-----
	460,647	463,812
	-----	-----
	\$ 471,522	\$ 481,074
	=====	=====
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued expenses	\$ 10,771	\$ 16,405
Payables to manager of cable systems - related parties	2,413	2,289
	-----	-----
Total current liabilities	13,184	18,694
	-----	-----
LONG-TERM DEBT	88,435	86,507
MEMBER'S EQUITY	369,903	375,873
	-----	-----
	\$ 471,522	\$ 481,074
	=====	=====

The accompanying notes are an integral part of these consolidated statements.

* Agrees with the audited consolidated balance sheet included in the Company's Annual Report on Form 10-K for the year ended December 31, 1999.

RENAISSANCE MEDIA GROUP LLC AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(UNAUDITED)
(DOLLARS IN THOUSANDS)

	SUCCESSOR ----- THREE MONTHS ENDED MARCH 31, 2000 -----	PREDECESSOR ----- THREE MONTHS ENDED MARCH 31, 1999 -----
REVENUES	\$ 16,541	\$ 15,254
OPERATING EXPENSES:		
Operating, general and administrative	7,959	6,947
Depreciation and amortization	12,337	6,655
Corporate expense charges - related parties	294	--
	----- 20,590 -----	----- 13,602 -----
Income (loss) from operations	(4,049)	1,652
OTHER INCOME (EXPENSE):		
Interest expense	(1,928)	(4,797)
Interest income	--	90
Other	7	--
	----- (1,921) -----	----- (4,707) -----
Net loss	\$ (5,970) =====	\$ (3,055) =====

The accompanying notes are an integral part of these consolidated statements.

RENAISSANCE MEDIA GROUP LLC AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(UNAUDITED)
(DOLLARS IN THOUSANDS)

	SUCCESSOR ----- THREE MONTHS ENDED MARCH 31, 2000 -----	PREDECESSOR ----- THREE MONTHS ENDED MARCH 31, 1999 -----
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$ (5,970)	\$ (3,055)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	12,337	6,655
Non-cash interest expense	1,928	2,630
Changes in assets and liabilities, net of effects from acquisitions:		
Accounts receivable	(90)	27
Prepaid expenses and other	(97)	(41)
Receivable from related party	8,400	--
Accounts payable and accrued expenses	(5,634)	(1,063)
Payables to manager of cable systems - related parties	124	--
Other operating activities	--	237
	-----	-----
Net cash provided by operating activities	10,998	5,390
	-----	-----
CASH FLOWS FROM INVESTING ACTIVITIES:		
Payments for acquisitions, net of cash acquired	--	(2,748)
Purchase of property, plant and equipment	(9,138)	(2,393)
Other investing activities	(34)	170
	-----	-----
Net cash used in investing activities	(9,172)	(4,971)
	-----	-----
CASH FLOWS FROM FINANCING ACTIVITIES:		
Net cash used in financing activities	--	--
	-----	-----
NET INCREASE IN CASH AND CASH EQUIVALENTS	1,826	419
CASH AND CASH EQUIVALENTS, beginning of period	3,521	8,482
	-----	-----
CASH AND CASH EQUIVALENTS, end of period	\$ 5,347	\$ 8,901
	=====	=====
CASH PAID FOR INTEREST	\$ --	\$ 3,158
	=====	=====

The accompanying notes are an integral part of these consolidated statements.

RENAISSANCE MEDIA GROUP LLC AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)
(DOLLARS IN THOUSANDS EXCEPT WHERE INDICATED)

1. ORGANIZATION

Renaissance Media Group LLC (Group) was formed by Renaissance Media Holdings LLC (Holdings) to own and operate cable television systems that provide programming and related services to subscribers. Group and its subsidiaries are collectively referred to as the Company herein. All material intercompany transactions and balances have been eliminated in consolidation.

On April 30, 1999, pursuant to a purchase agreement between Holdings, Charter Communications, Inc., presently doing business as Charter Investment, Inc., and Charter Communications, LLC (CC LLC), Group became a wholly owned subsidiary of CC LLC (the "Charter Transaction"). The purchase price was \$459 million, consisting of \$348 million in cash and \$111 million in accreted value of debt assumed.

As a result of the Charter Transaction, the application of push-down accounting, and the allocation of purchase price, the financial information of the Company in the accompanying consolidated financial statements for the three months ended March 31, 2000 (the successor period), is presented on a different cost basis than the financial information of the Company for the three months ended March 31, 1999 (the predecessor period). Therefore, such information is not comparable.

2. RESPONSIBILITY FOR INTERIM FINANCIAL STATEMENTS

The accompanying consolidated financial statements of the Company have been prepared in accordance with the rules and regulations of the Securities and Exchange Commission. Accordingly, certain information and footnote disclosures normally included in financial statements prepared in accordance with generally accepted accounting principles have been condensed or omitted.

The accompanying consolidated financial statements are unaudited; however, in the opinion of management, such statements include all adjustments, which consist of only normal recurring adjustments, necessary for a fair presentation of the results for the periods presented. Interim results are not necessarily indicative of results for a full year. For further information, refer to the Company's Annual Report on Form 10-K for the year ended December 31, 1999.

ITEM 2. MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This report contains forward-looking statements within the meaning of the Securities Exchange Act of 1934, as amended, and of the Securities Act of 1933, as amended, and is subject to the safe harbors created by those acts. The Company's actual results could differ materially from those discussed herein, and its current business plans could be altered in response to market conditions and other factors beyond the Company's control. The forward-looking statements within this Form 10-Q are identified by words such as "believes", "anticipates", "accepts", "intends", "may", "will" and other similar expressions. However, these words are not the exclusive means of identifying such statements. In addition, any statements that refer to expectations, projections or other characterizations of future events or circumstances are forward-looking statements. The Company undertakes no obligation to release publicly the results of any revisions to these forward-looking statements that may be made to reflect events or circumstances occurring subsequent to the filing of this Form 10-Q with the SEC.

Important factors that could cause actual results to differ materially from the forward-looking statements contained herein include, but are not limited to, the following:

- - General economic and business conditions, both nationally and in the regions where the Company operates;
- - Anticipated capital expenditures for planned upgrades and the ability to fund these expenditures;
- - Technology changes;
- - The Company's ability to effectively compete in a highly competitive environment;
- - Changes in business strategy or development plans;
- - Beliefs regarding the effects of governmental regulation on the Company's business;
- - The ability to attract and retain qualified personnel; and
- - Liability and other claims asserted against the Company.

Readers are urged to review and consider carefully the various disclosures made by the Company in this report and in the Company's other reports filed with the SEC that attempt to advise interested parties of the risks and factors that may affect the Company's business.

RESULTS OF OPERATIONS

The following table summarizes amounts and the percentage of total revenues for certain items for the periods indicated (dollars in thousands):

	SUCCESSOR		PREDECESSOR	
	THREE MONTHS ENDED MARCH 31, 2000		THREE MONTHS ENDED MARCH 31, 1999	
	Amount	%	Amount	%
STATEMENT OF OPERATIONS:				
Revenues (a)	\$ 16,541	100.0	\$ 15,788	100.0
Operating expenses:				
Operating, general and administrative (a)	7,959	48.1	7,481	47.4
Depreciation and amortization	12,337	74.6	6,655	42.1
Corporate expense charges-related parties	294	1.8	--	--
	20,590	124.5	14,136	89.5
Income (loss) from operations	(4,049)	(24.5)	1,652	10.5
Other income (expense):				
Interest expense	(1,928)	(11.6)	(4,797)	(30.4)
Interest income	--	--	90	0.6
Other	7	--	--	--
Net loss	\$ (5,970)	(36.1)	\$ (3,055)	(19.4)

Other financial data is as follows for the periods indicated (dollars in thousands, except Average Monthly Revenue per Basic Customer):

	THREE MONTHS ENDED MARCH 31, 2000	THREE MONTHS ENDED MARCH 31, 1999
EBITDA (b)	\$ 8,295	\$ 8,307
Adjusted EBITDA (c)	8,582	8,307
Homes Passed (at period end)	193,085	189,449
Basic Customers (at period end)	133,215	132,205
Basic Penetration (at period end)	69.0%	69.8%
Premium Units (at period end)	66,467	55,041
Premium Penetration (at period end)	49.9%	41.6%
Average Monthly Revenue per Basic Customer	\$41.39	\$39.81

(a) Local governmental authorities impose franchise fees on the Company ranging up to a federally mandated maximum of 5.0% of gross revenues. On a monthly basis, such fees are collected from the Company's customers and are periodically remitted to local franchises. Revenues and operating, general and administrative expenses presented here have been restated for the periods prior to the Charter Transaction to include the franchise fees collected from customers and then remitted to local franchises as revenues.

(b) EBITDA represents earnings (loss) before interest, and depreciation and amortization. EBITDA is presented because it is a widely accepted financial indicator of a cable company's ability to service indebtedness. However, EBITDA should not be considered as an alternative to income from operations or to cash flows from operating, investing or financing activities, as determined in accordance with generally accepted accounting principles. EBITDA should also not be construed as an indication of a company's operating performance or as a measure of liquidity. Management's discretionary use of funds depicted by EBITDA may be limited by working capital, debt service and capital expenditure requirements and by restrictions related to legal requirements, commitments and uncertainties.

(c) Adjusted EBITDA means EBITDA before corporate expense charges and other income (expense). Adjusted EBITDA is presented because it is a widely accepted financial indicator of a cable company's ability to service indebtedness. However, adjusted EBITDA should not be considered as an alternative to income from operations or to cash flows from operating, investing or financing activities, as determined in accordance with generally accepted accounting principles. Adjusted EBITDA should also not be construed as an indication of a company's operating performance or as a measure of liquidity. In addition, because adjusted EBITDA is not calculated identically by all companies, the presentation here may not be comparable to other similarly titled measures of other companies. Management's discretionary use of funds depicted by adjusted EBITDA may be limited by working capital, debt service and capital expenditure requirements and by restrictions related to legal requirements, commitments and uncertainties.

COMPARISON OF RESULTS

As a result of the acquisition of the Company by Charter Communications, LLC (the "Charter Transaction"), the application of push-down accounting, and the allocation of purchase price, the financial results for the periods presented above are not comparable.

REVENUES. Revenues increased \$0.8 million, or 4.8%, to \$16.5 million for the three months ended March 31, 2000, from \$15.8 million for the three months ended March 31, 1999. The increase in revenues for the three months ended March 31, 2000, resulted primarily from increases in premium penetration. Partially offsetting the increase was a decrease in pay-per-view revenues as a result of fewer special events in the first quarter of 2000.

OPERATING, GENERAL AND ADMINISTRATIVE EXPENSES. Operating, general and administrative expenses increased \$0.5 million, or 6.4%, to \$8.0 million for the three months ended March 31, 2000, from \$7.5 million for the three months ended March 31, 1999. This increase is primarily due to increases in license fees paid for programming as a result of additional subscribers, new channels launched and increases in the rates paid for programming services.

DEPRECIATION AND AMORTIZATION EXPENSE. Depreciation and amortization expense increased \$5.7 million, or 85.4%, to \$12.3 million for the three months ended March 31, 2000, from \$6.7 million for the three months ended March 31, 1999. This increase is primarily due to the Charter Transaction and the application of push-down accounting, which significantly increased the amount recorded as franchises.

CORPORATE EXPENSE CHARGES - RELATED PARTIES. These charges for the three months ended March 31, 2000, represent costs incurred by Charter Investment, Inc. and Charter Communications, Inc. on the Company's behalf.

INTEREST EXPENSE. Interest expense decreased \$2.9 million, or 59.8%, to \$1.9 million for the three months ended March 31, 2000, from \$4.8 million for the three months ended March 31, 1999. This decrease was due to a decrease in debt outstanding. In connection with the closing of the Charter Transaction on April 30, 1999, all amounts outstanding under the Company's then-existing credit agreement were paid in full, and the credit agreement was terminated. Also, in June 1999, pursuant to a change of control offer, Charter Communications Operating, LLC, an indirect parent of the Company, repurchased 48,762 of the Company's 10% Senior Discount Notes due 2008.

NET LOSS. Net loss increased by \$2.9 million for the three months ended March 31, 2000, compared to the three months ended March 31, 1999. The increase in revenues and the decrease in interest expense were not sufficient to offset the increases in operating, general and administrative, and depreciation and amortization expenses discussed above.

PART II. OTHER INFORMATION.

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(a) Exhibits (listed by numbers corresponding to the exhibit table in Item 601 of Regulation S-K):

27.1 Financial Data Schedule.*

- - - - -

* Filed herewith.

(b) Reports on Form 8-K.

- On February 14, 2000, the Company filed a Form 8-K dated February 10, 2000, to announce a change in the Company's principal independent accountants.
- On February 22, 2000, the Company filed an amended Form 8-K (amending the preceding Form 8-K) dated February 10, 2000, to file a letter from the Company's previous principal independent accountants.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned thereunto duly authorized.

RENAISSANCE MEDIA GROUP LLC
RENAISSANCE MEDIA (LOUISIANA) LLC
RENAISSANCE MEDIA (TENNESSEE) LLC

Dated May 12, 2000

By: CHARTER COMMUNICATIONS, INC.

their Manager

By: /s/ KENT D. KALKWARF

Name: Kent D. Kalkwarf
Title: Senior Vice President and
Chief Financial Officer (Principal
Financial Officer and Principal
Accounting Officer) of Charter
Communications, Inc. (Manager);
Renaissance Media Group LLC;
Renaissance Media (Louisiana) LLC;
and Renaissance Media (Tennessee) LLC

RENAISSANCE MEDIA CAPITAL CORPORATION

Dated May 12, 2000

By: /s/ KENT D. KALKWARF

Name: Kent D. Kalkwarf
Title: Senior Vice President and
Chief Financial Officer (Principal
Financial Officer and Principal
Accounting Officer)

3-MOS

DEC-31-2000		
JAN-01-2000		
MAR-31-2000		5,347
	0	
	1,230	
	56	
	0	
10,875		76,012
	5,110	
	471,522	
13,184		88,435
	0	
	0	
	0	
	369,903	
471,522		0
	16,541	
		0
	0	
	20,590	
	0	
	1,928	
	(5,970)	
	0	
(5,970)		
	0	
	0	
	0	
	(5,970)	
	0	
	0	