

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 WASHINGTON, DC 20549

FORM 4

OMB APPROVAL  
 OMB NUMBER 3235-0287

EXPIRES: DECEMBER 31, 2001  
 ESTIMATED AVERAGE BURDEN  
 HOURS PER RESPONSE.....0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or  
 Section 30(f) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5  
 obligations may continue. See Instruction 1(b).  
 (Print or Type Responses)

1. Name and Address of Reporting Person\*

Barford David G.  
 (Last) (First) (Middle)

c/o Charter Communications, Inc.  
 12405 Powerscourt Drive  
 (Street)

St. Louis MO 63131  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Charter Communications, Inc. - CHTR

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year

June 2002

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Executive Vice President and Chief Operating Officer

7. Individual or Joint/Group Filing (Check applicable line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

TABLE I -- NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF,  
 OR BENEFICIALLY OWNED

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/ Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Beneficial Ownership (Instr. 4)
			Amount	(A) or (D)	Price			
Class A Common Stock	6/20/02	P	1,500	A	5.07	I	Footnote (2)	
						54,000(1)		

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(1) Total number of Class A Common Stock beneficially owned at the end of the month includes 37,500 shares restricted stock granted to the reporting person pursuant to the 2001 Stock Incentive Plan which vest in 36 equal monthly installments commencing November 1, 2002, conditioned upon the reporting person continuous employment with Charter Communications, Inc.

(2) Barford Family Trust.

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. (Over)

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

