

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 June 30, 2001.

OR

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.)

12405 Powerscourt Drive
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 issuers' 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 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
QUARTER ENDED JUNE 30, 2001

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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.

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING STATEMENTS

This Quarterly Report includes 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 Quarterly Report are identified by words such as "believe," "anticipate," "expect," "intend," "should," "estimated," "potential," "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 Quarterly Report 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:

- o general economic and business conditions, both nationally and in the regions where the Company operates;
- o anticipated capital expenditures for planned upgrades and the ability to fund these expenditures;
- o technology changes;
- o the Company's ability to effectively compete in a highly competitive environment;
- o changes in business strategy or development plans;
- o beliefs regarding the effects of governmental regulation on the Company's business;
- o the ability to attract and retain qualified personnel; and
- o 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 Quarterly 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.

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

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

	JUNE 30, 2001 ----- (UNAUDITED)	DECEMBER 31, 2000* -----
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ --	\$ 1,809
Accounts receivable, less allowance for doubtful accounts of \$219 and \$212, respectively	3,948	1,172
Prepaid expenses and other current assets	457	131
	-----	-----
Total current assets	4,405	3,112
	-----	-----
INVESTMENT IN CABLE PROPERTIES:		
Property, plant and equipment, net of accumulated depreciation of \$35,196 and \$20,545, respectively	141,740	134,497
Franchises, net of accumulated amortization of \$60,005 and \$46,157, respectively	355,434	369,487
	-----	-----
Total investment in cable properties, net	497,174	503,984
	-----	-----
	\$501,579	\$507,096
	=====	=====
LIABILITIES AND MEMBER'S EQUITY		
CURRENT LIABILITIES:		
Accounts payable and accrued expenses	\$ 18,942	\$35,117
Payables to manager of cable systems - related parties	53,451	31,149
	-----	-----
Total current liabilities	72,393	66,266
	-----	-----
LONG-TERM DEBT	98,942	94,600
MEMBER'S EQUITY	330,244	346,230
	-----	-----
	\$501,579	\$507,096
	=====	=====

The accompanying notes are an integral part of these
consolidated financial 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, 2000.

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

	THREE MONTHS ENDED JUNE 30, 2001	THREE MONTHS ENDED JUNE 30, 2000
	-----	-----
	(UNAUDITED)	
REVENUES	\$21,302	\$17,074
	-----	-----
OPERATING EXPENSES:		
Operating, general and administrative	10,328	8,199
Depreciation and amortization	15,934	14,486
Corporate expense charges - related parties	323	372
	-----	-----
	26,585	23,057
	-----	-----
Loss from operations	(5,283)	(5,983)
OTHER INCOME (EXPENSE):		
Interest expense	(2,205)	(1,994)
Loss on disposal of equipment	--	(504)
Other, net	(44)	(17)
	-----	-----
	(2,249)	(2,515)
	-----	-----
Net loss	<u>\$ (7,532)</u>	<u>\$ (8,498)</u>
	=====	=====

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

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

	SIX MONTHS ENDED JUNE 30, 2001 -----	SIX MONTHS ENDED JUNE 30, 2000 -----
	(UNAUDITED)	
REVENUES	\$ 41,950 -----	\$ 33,615 -----
OPERATING EXPENSES:		
Operating, general and administrative	20,517	16,158
Depreciation and amortization	32,352	26,823
Corporate expense charges - related parties	649	666
	-----	-----
	53,518	43,647
	-----	-----
Loss from operations	(11,568)	(10,032)
OTHER INCOME (EXPENSE):		
Interest expense	(4,342)	(3,922)
Loss on disposal of equipment	--	(504)
Other, net	(76)	(10)
	-----	-----
	(4,418)	(4,436)
	-----	-----
Net loss	\$(15,986) =====	\$(14,468) =====

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

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

	SIX MONTHS ENDED JUNE 30, 2001	SIX MONTHS ENDED JUNE 30, 2000
	-----	-----
	(UNAUDITED)	
CASH FLOWS FROM OPERATING ACTIVITIES:		
Net loss	\$(15,986)	\$(14,468)
Adjustments to reconcile net loss to net cash from operating activities:		
Depreciation and amortization	32,352	26,823
Noncash interest expense	4,342	3,922
Loss on disposal of equipment	--	504
Changes in operating assets and liabilities:		
Accounts receivable	(2,776)	115
Prepaid expenses and other current assets	(546)	(36)
Accounts payable and accrued expenses	(16,175)	5,922
Payables to related parties	22,302	13,775
Other operating activities	--	(3)
	-----	-----
Net cash flows from operating activities	23,513	36,554
	-----	-----
CASH FLOWS FROM INVESTING ACTIVITIES:		
Purchases of property, plant and equipment	(25,322)	(38,307)
Other investing activities	--	(1,150)
	-----	-----
Net cash flows from investing activities	(25,322)	(39,457)
	-----	-----
NET DECREASE IN CASH AND CASH EQUIVALENTS	(1,809)	(2,903)
CASH AND CASH EQUIVALENTS, beginning of period	1,809	3,521
	-----	-----
CASH AND CASH EQUIVALENTS, end of period	\$ --	\$ 618
	=====	=====

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

RENAISSANCE MEDIA GROUP LLC AND SUBSIDIARIES
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(UNAUDITED)

1. ORGANIZATION AND BASIS OF PRESENTATION

The accompanying consolidated financial statements of the Renaissance Media Group LLC (the "Company") include the accounts of the Company and its wholly-owned subsidiaries. All material intercompany transactions and balances have been eliminated in consolidation. The Company is a wholly-owned subsidiary of Charter Communications Holdings, LLC. As of June 30, 2001, the Company owns and operates cable systems serving approximately 148,000 customers. The Company currently offers a full array of traditional analog cable services and advanced bandwidth services such as digital cable television, interactive video programming, Internet access through television-based service, dial-up telephone modems and high speed cable modems, and video-on-demand. The Company operates primarily in the states of Tennessee and Louisiana.

2. RESPONSIBILITY FOR INTERIM FINANCIAL STATEMENTS

The accompanying consolidated financial statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States for interim financial information and the rules and regulations of the Securities and Exchange Commission. Accordingly, certain information and footnote disclosures typically included in the Company's Annual Report on Form 10-K have been condensed or omitted for this Quarterly Report.

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. Certain amounts in the accompanying 2000 consolidated financial statements have been reclassified to conform with the 2001 presentation.

3. NEW ACCOUNTING STANDARDS

In July 2001, the Financial Accounting Standards Board adopted Statements of Financial Accounting Standards (SFAS) No. 141 "Business Combinations" and No. 142, "Goodwill and Other Intangible Assets." SFAS No. 141 requires all business combinations initiated after June 30, 2001 to be accounted for using the purchase method of accounting. SFAS No. 141 is required to be implemented for all acquisitions initiated after June 30, 2001 and all business combinations accounted for using the purchase method for which the date of acquisition is July 1, 2001 or later. Adoption of SFAS No. 141 will not impact the consolidated financial statements of the Company.

Under SFAS No. 142, goodwill is no longer subject to amortization over its useful life, rather, it is subject to at least annual assessments of impairment. Also, under SFAS No. 142, an intangible asset should be recognized if the benefit of the intangible is obtained through contractual or other legal rights or if the intangible asset can be sold, transferred, licensed, rented or exchanged. Such intangibles will be amortized over their useful lives. Certain intangibles have indefinite useful lives and will not be amortized. SFAS No. 142 will be implemented by the Company on January 1, 2002. All goodwill and intangible assets acquired after June 30, 2001 will be immediately subject to the provisions of SFAS No. 142. The Company is currently in process of assessing the future impact of adoption of SFAS No. 142.

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

RESULTS OF OPERATIONS

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

	SIX MONTHS ENDED JUNE 30, 2001		SIX MONTHS ENDED JUNE 30, 2000	
	AMOUNT	% OF REVENUES	AMOUNT	% OF REVENUES
	(UNAUDITED)		(UNAUDITED)	
Revenues (a)	\$ 41,950	100.0 %	\$ 33,615	100.0 %
Operating expenses:				
Operating, general and administrative	20,517	48.9 %	16,158	48.0 %
Depreciation and amortization	32,352	77.1 %	26,823	79.8 %
Corporate expense charges - related parties	649	1.5 %	666	2.0 %
	53,518	127.5 %	43,647	129.8 %
Loss from operations	(11,568)	(27.5)%	(10,032)	(29.8)%
Other income (expense):				
Interest expense	(4,342)	(10.4)%	(3,922)	(11.7)%
Loss on disposal of equipment	--	--	(504)	(1.5)%
Other, net	(76)	(0.2)%	(10)	--
	(4,418)	(10.6)%	(4,436)	(13.2)%
Net loss	\$(15,986)	(38.1)%	\$(14,468)	(43.0)%

Other financial and operational data for the periods indicated follows (dollars in thousands, except average monthly revenue per basic customer):

	SIX MONTHS ENDED JUNE 30,	
	2001	2000
EBITDA (b)	\$ 20,708	\$ 16,277
Adjusted EBITDA (c)	21,433	17,457
Cash flows from operating activities	23,513	36,554
Cash flows from investing activities	(25,322)	(39,457)
Cash flows from financing activities	--	--
Homes passed (at period end) (d)	211,300	193,100
Basic customers (at period end) (e)	147,700	135,000
Basic penetration (at period end) (f)	69.9%	69.9%
Digital customers (at period end) (g)	45,061	6,868
Digital penetration (at period end) (h)	30.5%	5.1%
Average monthly revenue per basic customer (quarter) (i)	\$ 48.07	\$ 42.16

(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.

(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 (loss) 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 the Company's operating performance or as a measure of liquidity. In addition, because EBITDA is not calculated identically by all companies, the presentation herein may not be comparable to other similarly titled measures of other companies. 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 (loss) 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 the Company's operating performance or as a measure of liquidity. In addition, because adjusted EBITDA is not calculated identically by all companies, the presentation herein 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.

(d) Homes passed are the number of living units, such as single residence homes, apartments and condominium units, passed by the cable distribution network in a given cable system service area.

(e) Basic customers are customers who receive basic cable service.

(f) Basic penetration represents basic customers as a percentage of homes passed.

(g) Digital customers are customers who receive digital cable service.

(h) Digital penetration represents digital customers as a percentage of basic customers.

(i) Average monthly revenue per basic customer represents revenues divided by the number of months in the period divided by the number of basic customers at period end.

COMPARISON OF RESULTS

REVENUES. Revenues increased \$8.4 million, or 25.0%, to \$42.0 million for the six months ended June 30, 2001 from \$33.6 million for the six months ended June 30, 2000. The increase in revenues for the six months ended June 30, 2001 resulted primarily from net gains in basic and digital customers coupled with general inflationary rate increases.

OPERATING, GENERAL AND ADMINISTRATIVE EXPENSES. Operating, general and administrative expenses increased \$4.3 million, or 26.5%, to \$20.5 million for the six months ended June 30, 2001 from \$16.2 million for the six months ended June 30, 2000. This increase was primarily due to net gains in customers and increased programming expenses due to continued inflationary increases coupled with increased channel capacity.

DEPRECIATION AND AMORTIZATION EXPENSE. Depreciation and amortization expense increased \$5.6 million, or 20.9%, to \$32.4 million for the six months ended June 30, 2001 from \$26.8 million for the six months ended June 30, 2000. This increase was due to expenditures under our rebuild and upgrade program in 2000 and 2001.

CORPORATE EXPENSE CHARGES - RELATED PARTIES. Corporate expense charges for the six months ended June 30, 2001 and 2000, represent costs incurred on our behalf by Charter Investment, Inc. and Charter Communications, Inc., both affiliates of ours. The decrease was due to increased activities performed internally during the six months ended June 30, 2001 as compared with the six months ended June 30, 2000.

INTEREST EXPENSE. Interest expense increased \$0.4 million, or 10.3%, to \$4.3 million for the six months ended June 30, 2001 from \$3.9 million for the six months ended June 30, 2000. This increase is due to an increase in debt during the three months ended June 30, 2001 to fund capital expenditures in 2000 and the six months ended June 30, 2001.

NET LOSS. Net loss increased by \$1.5 million, or 10.3%, to \$16.0 million for the six months ended June 30, 2001 from \$14.5 million for the six months ended June 30, 2000 as a result of the combination of the factors discussed above.

NEW ACCOUNTING STANDARDS

In July 2001, the Financial Accounting Standards Board adopted SFAS No. 141 "Business Combinations" and No. 142, "Goodwill and Other Intangible Assets." SFAS No. 141 requires all business combinations initiated after June 30, 2001 to be accounted for using the purchase method of accounting. SFAS No. 141 is required to be implemented for all acquisitions initiated after June 30, 2001 and all business combinations accounted for using the purchase method for which the date of acquisition is July 1, 2001 or later. Adoption of SFAS No. 141 will

not impact the consolidated financial statements of the Company.

Under SFAS No. 142, goodwill is no longer subject to amortization over its useful life, rather, it is subject to at least annual assessments of impairment. Also, under SFAS No. 142, an intangible asset should be recognized if the benefit of the intangible is obtained through contractual or other legal rights or if the intangible asset can be sold, transferred, licensed, rented or exchanged. Such intangibles will be amortized over their useful lives. Certain intangibles have indefinite useful lives and will not be amortized.

SFAS No. 142 will be implemented by the Company on January 1, 2002. All goodwill and intangible assets acquired after June 30, 2001 will be immediately subject to the provisions of SFAS No. 142. The Company is currently in process of assessing the future impact of adoption of SFAS No. 142.

PART II. OTHER INFORMATION.

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

(A) EXHIBITS

None.

(B) REPORTS ON FORM 8-K

No reports on Form 8-K were filed during the quarter ended June 30, 2001.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrants have duly caused this Quarterly 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

Date: August 10, 2001

By: CHARTER COMMUNICATIONS, INC.,

Registrants' Manager

By: /s/ Kent D. Kalkwarf

Name: Kent D. Kalkwarf

Title: Executive 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

Date: August 10, 2001

By: /s/ Kent D. Kalkwarf

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