

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*

Shreffler William J.
 (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 to Issuer
 (Check all applicable)

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

Senior Vice President of Operations-Midwest Division

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) Code V	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	6/21/02	P	10,000	A	4.58	10,000(1)	D	

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(1) Total number of Class A Common Stock beneficially owned at the end of the month.

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).

