

Exhibit 7

DECLARATION OF ROBERT BENYA

I, Robert Benya, declare and state as follows:

1. I am the Senior Vice President of Video on Demand (“VOD”) for Time Warner Cable (“TWC”). I have been with TWC for 24 years and have held my current position since March 2004. I am responsible for the oversight of TWC’s VOD business portfolio and new product development in VOD-related matters. In this capacity, I also supervise TWC’s of Local Video on Demand (“LVOD”). I submit this declaration in support of the application by Time Warner Inc. (“Time Warner”) for the transfer of certain FCC licenses in connection with the acquisition by TWC of certain cable systems from Adelphia Communications Corporation (“Adelphia”) and Comcast.

2. TWC currently offers LVOD in approximately two-thirds of its divisions. It is anticipated that LVOD will be rolled out in the remaining geographically rationalized divisions by the end of 2006. It is my understanding that while Adelphia has VOD capability in approximately 60 percent of its systems, it does not currently offer LVOD anywhere.

3. TWC hopes to begin providing LVOD service to Adelphia’s VOD-enabled systems within sixty days after closing in situations where the Adelphia system is adjacent to a TWC system that offers LVOD ,and within six months in the case non-adjacent Adelphia systems that offer VOD. The additional time to rollout LVOD in non-adjacent systems represents the time that likely will be needed to make arrangements with local schools, governments, and other content providers. With respect to those Adelphia systems that are not currently VOD-enabled, TWC hopes to be able to launch LVOD as the systems are upgraded.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: November 16, 2005


Robert Benya

175999

Exhibit 8

DECLARATION OF SUSAN PATTEN

I, Susan Patten, declare and state as follows:

1. I am Vice President of Government and Public Affairs -- Time Warner Cable ("TWC") -- Southwest Division. I have been with TWC for eight years and have held my current position since 1999. I am responsible for managing TWC's relationships with state and local governments and local officials in communities served by TWC's Southwest Division, including certain communities in southeast Texas impacted by Hurricane Rita on September 24, 2005. As such, I am well aware of the devastating impact Hurricane Rita had on these communities, as well as TWC's preparations in advance of, and its response following, the disaster. I submit this declaration in support of the application by Time Warner Inc. ("Time Warner") for the transfer of certain FCC licenses in connection with the acquisition by TWC of certain cable systems from Adelphia Communications Corporation ("Adelphia") and Comcast.

2. TWC has five separate operating divisions in Texas: Houston, San Antonio, Austin, Waco, and Southwest. The Southwest Division is comprised of five large cable systems: Southeast Texas, El Paso, Border Corridor, Rio Grande Valley, and Coastal Bend. The communities in the Southeast Texas system formerly were served by five separate headends: Orange, Port Neches, Beaumont, Vidor and Silsbee. In 2001, as part of a system upgrade, the operations of these five headends were consolidated into a single headend and a fiber backbone was installed to interconnect the areas with concentric fiber rings.

3. The geographic rationalization of TWC's systems -- both in terms of physical infrastructure and organizational management -- creates many benefits for our operations, including: an investment in technology that provides more effective monitoring and response to outages during normal operations and to emergencies, interconnection/integration of systems and

physical plant, use of standardized materials and hardware, and administrative integration. Our regional presence in Texas was particularly crucial in facilitating our advance preparations for and subsequent response to the substantial damage caused to areas of the Southeast Texas system by Hurricane Rita.

4. Hurricane Rita significantly impacted the areas covered by TWC's Southeast Texas system. Early on September 24, Hurricane Rita hit the Texas coast at Sabine Pass as a Category 3 storm, with winds at 120 mph. In Sabine Pass, virtually none of our 273 passings remained, as houses were either destroyed or are uninhabitable. Residents were not allowed to return to even the least-damaged areas until September 30, and until October 5 in the more heavily damaged areas. Other nearby areas served by the Southeast Texas system suffered varying degrees of devastation. For example, our main (500 foot) tower was blown over; we lost 50,000 drops (56% of the system total); repairs were required to 200 miles of fiber, 500 miles of coaxial cable, and 9,000 utility poles; and our primary office suffered water and sewer damage. Nonetheless, the organizational and physical structure of TWC's regional operations in Southeast Texas and in other areas of Texas facilitated our speedy recovery from Hurricane Rita, with service restored to virtually all 91,000 customers within seven weeks.

5. TWC's coordinated preparations for Hurricane Rita began well before the storm first made landfall. Because the path projected for Rita ranged from the Rio Grande Valley into western Louisiana, our Houston Division as well as our Southwest Division's Rio Grande Valley, Coastal Bend and Southeast Texas operations all were at risk. From the beginning, TWC personnel throughout all of these areas worked together to secure supplies to be deployed wherever Rita landed.

6. As the storm grew nearer, and it became clearer where its impact would be greatest, our 225 employees in Southeast Texas focused on securing the system's facilities and

then evacuating themselves and their families. Key system management evacuated to the regional office in Dallas while line employees evacuated to other Southwest Division areas so that they would be available for rapid reassignment and deployment once the storm had passed. TWC's Southwest Division managers focused on key preparations: (1) setting up an employee hotline and website to ensure two-way communication with employees; (2) arranging for the rerouting to El Paso of customer calls to the Southeast Texas system; (3) beginning work in Dallas to prefabricate new hub buildings and a new headend that could, if necessary, be delivered by truck to the Southeast Texas system in within a week's time; and (4) securing adequate supplies (e.g., ample amounts of fuel, tens of thousands of feet of replacement fiber and cable, other equipment including tractors, over 200 generators, and 150 chain saws, and thousands of gallons of drinking water). We were able to make these extensive advance preparations because we had the manpower and other resources available within relatively close proximity, and because of the integrated headend and standardized hubs that serve the Southeast Texas system.

7. Similarly, our successful post-storm response to the devastation wrought by Hurricane Rita was a direct consequence of our cooperative, regionalized operations in Texas. After the storm hit, the fiber backbone ring connecting all hubs in the system was the priority for repair because restoration of the ring would reconnect customers living in most areas. Drawing on TWC employees from neighboring systems and Divisions, as well as on TWC-affiliated contractors, we have logged more than 500,000 man-hours in the restoration effort in the seven weeks since the storm. Employees from neighboring systems and Divisions played a particularly important role since they provided us with the nearly 900 TWC-trained employees and contractors that participated in the restoration effort. If we only had been able to rely on our in-

house system staff, the same amount of work would have taken up to two years to complete. All hubs were back up two days after construction began on October 1.

8. The large, integrated nature of the physical infrastructure in southeast Texas was the key to our success in restoring service. The fiber backbone that interconnects the areas with concentric fiber rings provides redundant paths and near-instant, automatic rerouting of services. The “self-healing properties” of the transport fiber ensures fewer outages during normal operations – and during a disaster such as Hurricane Rita, faster recovery. Instead of customers relying on one transport path to their neighborhood, they could receive service through alternate, redundant paths. In addition, our headend was designed to – and did – withstand the hurricane force winds even as numerous other structures in the vicinity were destroyed.

9. Another factor in our successful response to Hurricane Rita was that the scale of TWC’s operations in Texas has facilitated investment in technologies that provide more effective monitoring and response to outages, both during normal operations and during emergencies. For example, at the system level we maintain software that monitors two-way equipment and identifies all active digital equipment, cable, and phone modems in the field. On a regional level, the Road Runner Regional Data Center in Austin maintains software that provides real-time updates on the status of the system.

10. Our regional presence and resources also facilitated post-storm communications with the public. Not only were we able to send emails to our customers who were accessing their Road Runner email accounts via web mail, but we also could provide other media with daily press releases with status updates and post daily website messages regarding our progress in restoring service. Unlike smaller operators in the storm’s path, TWC was able to have a local spokesperson on the scene delivering updates through media interviews and daily press briefings and participating in daily emergency management meetings with government and other utility

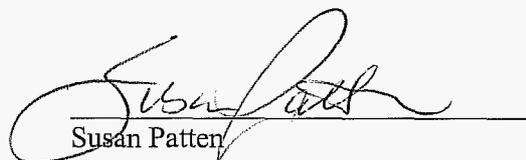
companies. In terms of receiving communications from our customers, over 5,000 emails were received to a specialized customer-service email address that we established for customers to report storm-related troubles (ritarepair@twcable.com). In addition, we re-routed calls to our El Paso call center. Beginning on the day before the storm hit and over the next 11 days, our El Paso call center operated for a total of 11 days and handled over 12,000 calls.

11. In contrast to TWC's success in preparing for and responding to Hurricane Rita, other cable providers in the area with more fragmented operations have been unable to respond as effectively. In fact, one operator notified its customers at the end of October that it would not be rebuilding its systems in parts of southeast Texas, leaving more than 1,600 customers without service.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information and belief.

Dated: November 16, 2005

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Susan Patten