

Before the Storm - Supplies

In the week before Rita made landfall, TWC's Houston and Southwest Divisions coordinated to secure supplies to be deployed wherever needed, including:



- 5,000 gallons of diesel fuel
- 10,000 gallons of regular fuel
- Fiber – 75,000 feet
- Cable – 36,000 feet
- Nine large and 200 small generators
- Two Bobcat tractors, 150 chain saws for debris removal
- Employee essentials
- 10,000 gallons of drinking water

Before the Storm - Personnel

As the storm grew nearer, our 225 employees in the Southeast Texas system focused on securing facilities and evacuating themselves and their families

Key system management evacuated to the regional office in Dallas

Some line employees evacuated to other Southwest Division systems to facilitate temporary reassignment if needed

Southwest Division office managers focused on key operational preparations

Before the Storm - Operations

Key preparations undertaken by Divisional managers included:

Prefabrication of new hub buildings and a new headend for use if needed

Establishment of an employee hotline and website to ensure two-way communication with employees

The temporary rerouting of customer calls to TWC's El Paso call center

Updates to the customer website with information in anticipation of outages

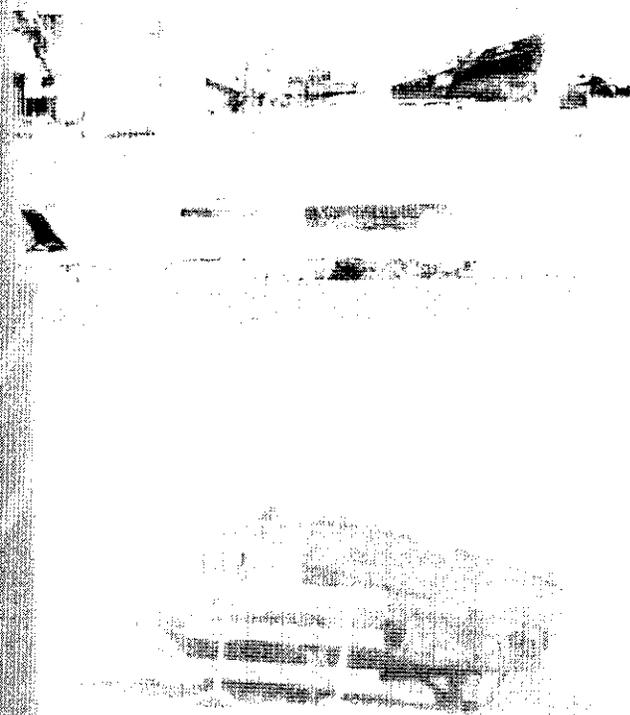
Damage from the Storm

Early on September 24, Hurricane Rita made landfall at Sabine Pass, TX as a Category 3 storm with winds at 120 mph

In Sabine Pass, nearly all houses were either destroyed or are uninhabitable

Residents were not allowed to return until September 30 in the least-damaged areas, and until October 5 in the heavily damaged areas

Damage from the Storm



Damage from the Storm

Our headend and hub buildings were designed to sustain hurricane-force winds and did so

Necessary repairs included:

- 50,000 drops (56%)
- 9,000 utility poles (1/2 of which we attach to)
- Fiber miles: 200 miles
- Coaxial cable miles: 500 miles
- Water and sewer damage to the primary office
- 500' tower at headend blown over

The fiber ring was the priority for repair because its restoration would reconnect many customers living in areas with minimal damage to drops

After the Storm – Restoration

The speed with which we were able to restore services is best viewed as the percentage of homes passed restored



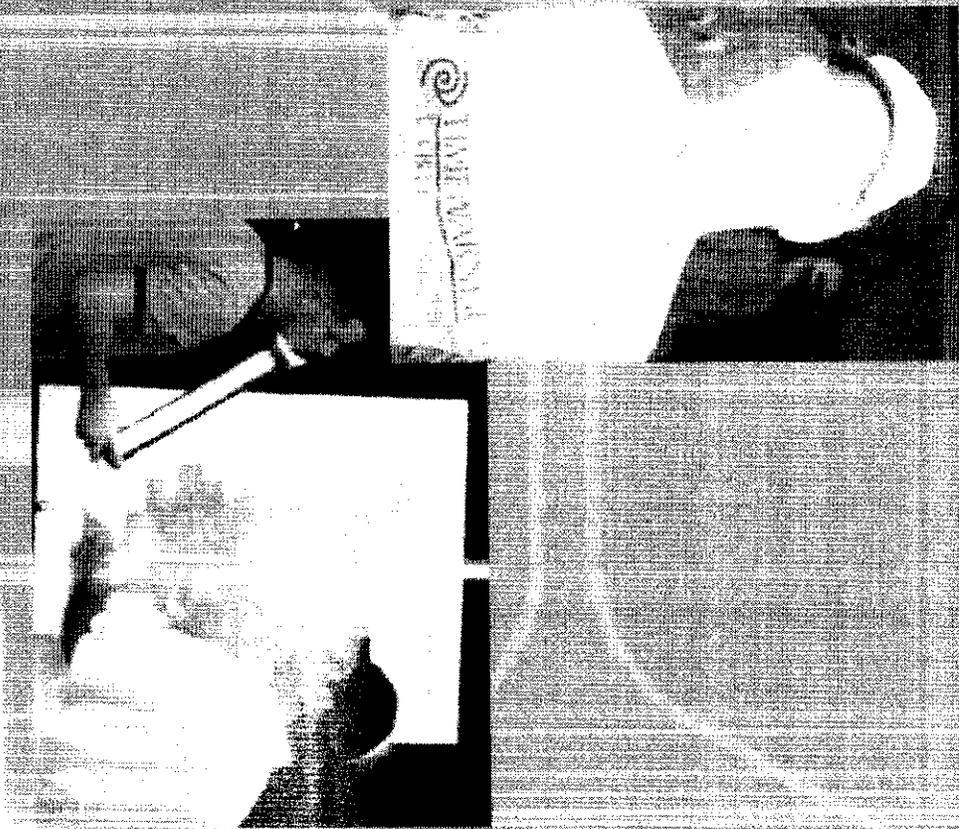
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After the Storm – On the Ground

The enormity of the situation required a response that we could only have made as a result of our cooperative TWC operations in Texas

So far, more than 500,000 man-hours have been logged in the restoration effort in the seven weeks since the storm

Without the help of nearly 900 employees and contractors from other TWC Divisions and Systems, the same amount of work would have taken up to two years to complete



After the Storm – Technology

The scale of TWC's Texas operations allows us to invest in technology that provides more effective monitoring and response to periodic outages and in emergencies:

- Locally, we maintain software that monitors two-way equipment and identifies all active digital equipment, cable and phone modems in the field
- Regionally, the Road Runner Regional Data Center in Austin maintains software that provides real-time updates on the status of routers and customer accounts

Communications

Because of computer resources in the regional office, communications were crafted and disseminated to the public starting the day of the storm through such means as:

- Daily press releases with status updates
- Daily press briefings and media interviews
- Daily website postings
- E-mails to Road Runner customers accessing their email accounts via web mail

Our communications resources also provided subscribers with multiple means of communicating with TWC:

Customer calls were transferred to the El Paso system for 11 days during which 12,083 calls were received

A specialized customer-service email address was created for reporting troubles -
ritarepair@twcable.com



Conclusion

The geographic rationalization of TWC's operations in Texas facilitated -- both in terms of physical infrastructure and organizational management -- an effective and speedy response to the substantial damage caused by Hurricane Rita

In contrast, other cable providers in the area with more fragmented operations have been unable to respond as effectively

One such operator notified its customers at the end of October that they would not rebuild their systems in the area, leaving more than 1,600 customers without service

Exhibit 5

DECLARATION OF BEVERLY GREENBERG

I, Beverly Greenberg, declare and state as follows:

1. I am Vice President of Public Affairs for Time Warner Cable's ("TWC") Southeast Wisconsin Division. I have been with TWC for 15 years and have held my current position since 1991. I am responsible for community, media, and government relations and interact with all local, state, and national officials and community leaders within TWC's Southeast Wisconsin Division. I supervise a staff of 29, including the operation of a production department. I created our Local Video on Demand ("LVOD") channel, known as Wisconsin on Demand ("WIoD") and currently work with our production team to produce new programming of local value and interest. I also oversee the local promotion of WIoD. 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's Southeast Wisconsin Division has been the lead TWC division in deploying LVOD services. LVOD programming consists primarily of locally created content that is digitally stored on TWC cable system servers and is made available to digital cable subscribers at any time of their choosing, 24 hours a day, seven days a week. LVOD allows digital cable customers not only to access local community based content on demand, but also to use their remote controls to fast forward, rewind, and pause the programming. There is no additional charge for digital customers to receive LVOD service.

3. TWC launched WIoD in October 2003 and the service is currently available to more than 220,000 digital cable customers in TWC's Southeast Wisconsin Division and to over 50,000 digital customers in the Green Bay Division. WIoD is all-local, all the time, with

programs featuring high school sports, local college sports, tourist information, locally produced programs, restaurant reviews, school plays and concerts, community arts programs and other local events. Of the 120 hours of programming content now on WIoD, 33% is local sports, 21% is arts and entertainment, 13% is community information, 12% is information about the state, 11% is kids oriented, 7% is dining and leisure, and 3% is Spanish language programming. WIoD also has many public service and political service programs, including programming covering statewide and local politicians and political events.

4. WIoD gives viewers opportunities for interactive participation with the programming they are watching. For example, WIoD conducts Viewer's Choice Award competitions in which viewers can cast votes using their interactive converters. Viewers have cast votes in a competition to identify their favorite holiday decorations from a group of area homes, to pick the winner of a local high school "battle of the bands" contest, and to select the most deserving contestant in a locally produced room makeover competition called "Make My Space."

5. The availability of WIoD creates new, localized opportunities for TWC's educational and public service efforts. TWC's Video Internship Program ("VIP") gives local high school students the chance to learn how to produce their own sports programs. Fourteen Southeast Wisconsin high schools currently participate in VIP. The Kidz Biz Reporters program presents interviews with local and national celebrities conducted by area middle schools students. WIoD also played a significant part in TWC's highly successful "Save the Music" public service project (with VH1), presenting a fundraising program that brought in \$500,000 in local donations and helped reinstate 65 music programs in Milwaukee public schools.

6. Although WIoD is just two years old, it already has captured a number of awards, including several "Beacon Awards" from the Cable Television Public Affairs Association as well

as awards from the Cable Television Association of Marketing and the Wisconsin Cable Communications Association.

7. WIOD's viewership has grown steadily since its launch in October 2003. In 2004, in the Southeast Wisconsin Division alone, WIOD had 436,526 unique views. In 2005, WIOD is projected to have over 538,000 views in the Southeast Wisconsin Division, an increase of more than 23 percent increase over 2004.

8. We have only scratched the surface of LVOD's potential. In the future, we anticipate partnering with local colleges and universities and offering continuing education credits for professionals such as lawyers, nurses, and teachers. We also expect to share content with other cable operators serving Wisconsin and other TWC divisions around the country. On a national level, LVOD has the potential for programming to promote local tourism, provide information about colleges and universities, and engage in national interactive events.

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

175999

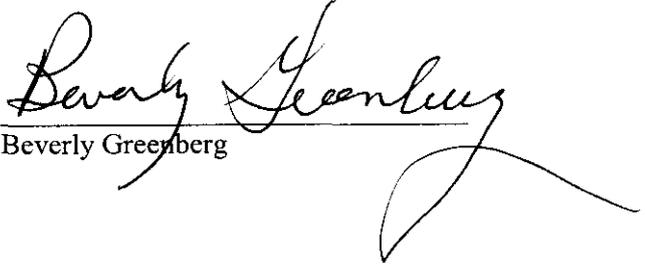

Beverly Greenberg

Exhibit 6

DECLARATION OF LYNN YAEGER

I, Lynn Yaeger, declare and state as follows:

1. I am the Executive Vice President, Corporate Affairs for Time Warner Cable (“TWC”). I have been with TWC for 17 years and have served in my present position since 2003. My primary responsibilities involve overseeing the company’s government, community and media activities. In carrying out my responsibilities, I provide advice and counsel to all of TWC’s divisions, encouraging and supporting their active participation in the life of the communities they serve. This includes but is not limited to the involvement of division management and all levels of employees in, and their contributions to, community non-profit organizations, the local education establishment and civic leadership. 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 systems pass 19 million homes in 27 states, providing cable and other services to over 11 million customers nationwide. TWC is, and will always be, a locally-oriented business with bricks and mortar on the ground. We have been granted the right to do business on the local level, and we maintain strong relationships with not only the residents and organizations in the communities we serve, but also the local governments that grant and administer our franchises. We are also committed to the communities we serve in many ways beyond providing cable service.

3. At Time Warner Cable, our commitment to quality service and community involvement begins with our nearly 34,000 employees. Our employees embody our local outreach and involvement and most live in the communities they serve.

4. Education is the cornerstone of TWC's public service philosophy and we have a long record of dedication to education in the communities we serve. For example, our Time to Read program is part of the nation's oldest corporate volunteer literacy initiative with 3,075 tutors and 7,435 learners. Another signature program that we conduct nationally with local community impact is TWC's National Teacher Awards, now in their 17th year. The Awards represent the manifestation of work done at the local level by our divisions with the schools in their areas. Twenty local educators are rewarded with an all-expenses paid trip to Washington, D.C., where they are recognized at an awards presentation and banquet, receive a crystal sculpture and cash awards, and meet with congressional representatives. TWC also is an avid supporter of the industry-wide Cable in the Classroom initiative; to that end we are providing free cable connectivity to 13,000+ schools, 540 hours of commercial-free educational programming monthly, and access to Road Runner high speed broadband service to public and private high schools, libraries and community centers.

5. TWC's various divisions also sponsor numerous community-specific educational initiatives, partnering with dozens of other community based non-profit charitable organizations, community service organizations, youth clubs and sports programs, cultural/arts institutions and programs, literacy programs, ethnic heritage programs and events, drug and alcohol abuse programs and other local service organizations. Some recent community-specific educational initiatives that TWC supported include:

- Los Angeles, CA: TWC conducts a children's reading contest in partnership with the Garden Grove Strawberry Festival. Students log books they read on the division's "Time 2 Count Reading" website.
- Milwaukee, WI: TWC's "Hang Tough Video Contest" encourages students to use cable TV resources to develop PSAs against violence and drug use. Winners' spots air on more than 20 channels during the school year.
- NY/NY: TWC's "Great Big Book Drive" generated donations of 1700 books for Staten Island literacy organization.

- San Antonio, TX: TWC hosted 24 students for a two-year summer pilot program with the University of Texas' Pre-Freshman Engineering program.
- Columbus, OH: TWC annually sponsors a community-wide literacy campaign to raise awareness and funds to support adult literacy initiatives throughout Central Ohio.

6. TWC makes it part of its business to give back to the communities where we do business. We encourage our employees to take an active role in community life by serving on boards and lending support to local non-profit organizations. In order to encourage committed volunteerism, we offer grants for hands-on community involvement, in many areas we give employees time off for volunteer activities, and organize company "teams" for community-oriented projects.

7. Our Houston, Texas division offers a good example of the many ways in which TWC devotes its resources to improve and enhance the communities that we serve. A list of over 30 separate community oriented programs and organizations supported by this division is included in my Power Point presentation.

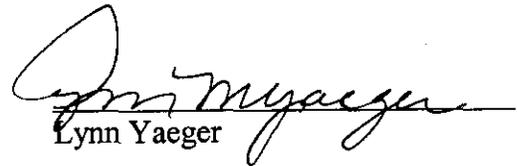
8. Charitable giving is another way in which TWC's divisions contribute to their communities. In 2004, TWC's divisions across the country donated \$32 million in direct cash contributions to local non-profit organizations and community groups; provided more than \$100 million in in-kind support, including public service announcements (PSAs) for local community organizations; and, donated an additional \$7 million in free service and supplies to schools, libraries, and youth and community centers.

9. TWC seeks to be a part of the fabric of the communities that we serve in thousands of ways. Moreover, when TWC acquires systems, we have moved quickly to make them part of the Company's culture of public service. We expect to follow that pattern with the Adelphia systems. Also, by acquiring systems that complement TWC's existing footprint, the

Company will be able to expand its public service efforts. For example, TWC currently serves only a small part of the greater Los Angeles area. With the acquisition of additional Los Angeles area properties, TWC will be able to undertake area-wide community service projects that will reach beyond the scope of its current service area, thereby offering more extensive assistance to the extensive community than either TWC or Adelphia could otherwise assist individually.

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



Lynn Yaeger

176000v3

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.

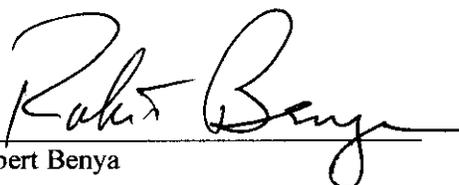
2. TWC currently offers LVOD in approximately two-thirds of its divisions. It is anticipated that LVOD will be rolled out in the remaining geographically rationalized divisions by the end of 2006. It is my understanding that while Adelphia has VOD capability in approximately 60 percent of its systems, 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

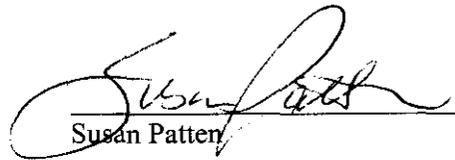
companies. In terms of receiving communications from our customers, over 5,000 emails were received to a specialized customer-service email address that we established for customers to report storm-related troubles (ritarepair@twcable.com). In addition, we re-routed calls to our El Paso call center. 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

175979


Susan Patten