

FCC FORM 1240
 UPDATING MAXIMUM PERMITTED RATES FOR REGULATED CABLE SERVICES

Ben
 1/11

Cable Operator:

Name of Cable Operator TIME WARNER COMMUNICATIONS		
Mailing Address of Cable Operator 71 MOUNT HOPE AVENUE		
City ROCHESTER	State NY	ZIP Code 14620

Public Service Commission
RECEIVED
OCT 01 1998
FILES
ALBANY N.Y.

1. Does this filing involve a single franchise authority and a single community unit?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, complete the franchise authority information below and enter the associated CUID number here:

NY1597

2. Does this filing involve a single franchise authority but multiple community units?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

If yes, enter the associated CUIDs below and complete the franchise authority information at the bottom of this page:

--

3. Does this filing involve multiple franchise authorities?

If yes, attach a separate sheet for each franchise authority and include the following franchise authority information with its associated CUID(s):

Franchise Authority Information:

Name of Local Franchising Authority Town Of Darien		
Mailing Address of Local Franchising Authority 10569 Alleghany Rd		
City Darien Center	State NY	ZIP Code 14040
Telephone number	Fax Number	

4. For what purpose is this Form 1240 being filed? Please put an "X" in the appropriate box.

- a. Original Form 1240 for Basic Tier
- b. Amended Form 1240 for Basic Tier
- c. Original Form 1240 for CPS Tier
- d. Amended Form 1240 for CPS Tier

<input checked="" type="checkbox"/>

5. Indicate the one year time period for which you are setting rates (the Projected Period).

TO		
01/01/98	12/31/98	(mm/yy)

6. Indicate the time period for which you are performing a true-up.

TO		
1/1/97	12/31/97	(mm/yy)

7. Status of Previous Filing of FCC Form 1240 (enter an "x" in the appropriate box)

- a. Is this the first FCC Form 1240 filed in any jurisdiction?
- b. Has an FCC Form 1240 been filed previously with the FCC?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the most recent filing: **02/01/97** (mm/dd/yy)

c. Has an FCC Form 1240 been filed previously with the Franchising Authority?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the most recent filing: **11/30/97** (mm/dd/yy)

8. Status of Previous Filing of FCC Form 1210 (enter an "x" in the appropriate box)

a. Has an FCC Form 1210 been previously filed with the FCC?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

If yes, enter the date of the most recent filing: (mm/dd/yy)

b. Has an FCC Form 1210 been previously filed with the Franchising Authority?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the most recent filing: **02/17/95** (mm/dd/yy)

9. Status of FCC Form 1200 Filing (enter an "x" in the appropriate box)

a. Has an FCC Form 1200 been previously filed with the FCC?

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date filed: (mm/dd/yy)

b. Has an FCC Form 1200 been previously filed with the Franchising Authority?

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date filed: (mm/dd/yy)

10. Cable Programming Services Complaint Status (enter an "x" in the appropriate box)

a. Is this form being filed in response to an FCC Form 329 complaint?

YES	NO
<input type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the complaint: (mm/dd/yy)

11. Is FCC Form 1205 Being Included With This Filing

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

12. Selection of "Going Forward" Channel Addition Methodology (enter an "x" in the appropriate box)

Check here if you are using the original rules [MARKUP METHOD].

Check here if you are using the new, alternative rules [CAPS METHOD].

If using the CAPS METHOD, have you elected to revise recovery for channels added during the period May 15, 1994 to Dec. 31, 1994?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

13. Headend Upgrade Methodology

**NOTE: Operators must certify to the Commission their eligibility to use this upgrade methodology and attach an equipment list and depreciation schedule.*

Check here if you are a qualifying small system using the streamlined headend upgrade methodology.

Part I: Preliminary Information
Module A: Maximum Permitted Rate From Previous Filing

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
A1	Current Maximum Permitted Rate	\$7.4457				

Module B: Subscribership

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
B1	Average Subscribership For True-Up Period 1	579				
B2	Average Subscribership For True-Up Period 2					
B3	Estimated Average Subscribership For Projected Period	592				

Module C: Inflation Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
C1	Unclaimed Inflation: Operator Switching From 1210 To 1240					1.0000
C2	Unclaimed Inflation: Unregulated Operator Responding to Rate Complaint					1.0000
C3	Inflation Factor For True-Up Period 1 [Wks 1]					1.0183
C4	Inflation Factor For True-Up Period 2 [Wks 1]					
C5	Current FCC Inflation Factor					1.0114

Module D: Calculating the Base Rate

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
D1	Current Headend Upgrade Segment					
D2	Current External Costs Segment	\$0.6809				
D3	Current Caps Method Segment					
D4	Current Markup Method Segment					
D5	Current Channel Movement and Deletion Segment					
D6	Current True-Up Segment	\$0.2562				
D7	Current Inflation Segment	\$0.1711				
D8	Base Rate [A1-D1-D2-D3-D4-D5-D6-D7]	\$6.3376				

Part II: True-Up Period
Module E: Timing Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
E1	What Type of True-Up Is Being Performed? (Answer "1", "2", or "3". See Instructions for a description of these types.) If "1", go to Module I. If "2", answer E2 and E3. If "3", answer E2, E3, E4, and E5.					2
E2	Number of Months in the True-Up Period 1					12
E3	Number of Months between the end of True-Up Period 1 and the end of the most recent Projected Period					0
E4	Number of Months in True-Up Period 2 Eligible for Interest					
E5	Number of Months True-Up Period 2 Ineligible for Interest					

Module F: Maximum Permitted Rate For True-Up Period 1

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
F1	Caps Method Segment For True-Up Period 1 [Wks 2]					
F2	Markup Method Segment For True-Up Period 1 [Wks 3]					
F3	Chan Mvmt Deletn Segment For True-Up Period 1 [Wks 4/5]					
F4	True-Up Period 1 Rate Eligible For Inflation [D8+F1+F2+F3]	\$6.3376				
F5	Inflation Segment for True-Up Period 1 [(F4*C3)-F4]	\$0.1161				
F6	Headend Upgrade Segment For True-Up Period 1 [Wks 6]					
F7	External Costs Segment For True-Up Period 1 [Wks 7]	\$0.6836				
F8	True-Up Segment For True-Up Period 1	\$0.2578				
F9	Max Perm Rate for True-Up Period 1 [F4+F5+F6+F7+F8]	\$7.3951				

Module G: Maximum Permitted Rate For True-Up Period 2

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
G1	Caps Method Segment For True-Up Period 2 [Wks 2]					
G2	Markup Method Segment For True-Up Period 2 [Wks 3]					
G3	Chan Mvmt Deletn Segment For True-Up Period 2 [Wks' 4/5]					
G4	TU Period 2 Rate Eligible For Inflation [D8+F5+G1+G2+G3]					
G5	Inflation Segment for True-Up Period 2 [(G4*C4)-G4]					
G6	Headend Upgrade Segment For True-Up Period 2 [Wks 6]					
G7	External Costs Segment For True-Up Period 2 [Wks 7]					
G8	True-Up Segment For True-Up Period 2					
G9	Max Perm Rate for True-Up Period 2 [G4+G5+G6+G7+G8]					

Module H: True-Up Adjustment Calculation

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Adjustment For True-Up Period 1						
H1	Revenue From Period 1	\$51,518				
H2	Revenue From Max Permitted Rate for Period 1	\$51,351				
H3	True-Up Period 1 Adjustment [H2-H1]	(\$167)				
H4	Interest on Period 1 Adjustment	(\$9)				
Adjustment For True-Up Period 2						
H5	Revenue From Period 2 Eligible for Interest					
H6	Revenue From Max Perm Rate for Period 2 Eligible For Interest					
H7	Period 2 Adjustment Eligible For Interest [H6-H5]					
H8	Interest on Period 2 Adjustment (See instructions for formula)					
H9	Revenue From Period 2 Ineligible for Interest					
H10	Revenue From Max Perm Rate for Period 2 Ineligible for Interest					
H11	Period 2 Adjustment Ineligible For Interest [H10-H9]					
Total True-Up Adjustment						
H12	Previous Remaining True-Up Adjustment					
H13	Total True-Up Adjustment [H3+H4+H7+H8+H11+H12]	(\$175,9724)				
H14	Amount of True-Up Claimed For This Projected Period	(\$175,9724)				
H15	Remaining True-Up Adjustment [H13-H14]	\$0.0000				

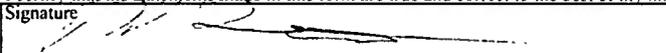
**Part III: Projected Period
Module I: New Maximum Permitted Rate**

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
I1	Caps Method Segment For Projected Period [Wks 2]					
I2	Markup Method Segment For Projected Period [Wks 3]					
I3	Chan Mvmt Deletn Segment For Projected Period [Wks 4/5]					
I4	Proj Period Rate Eligible For Inflation [D8+F5+G5+I1+I2+I3+Wks L3]	\$6 4537				
I5	Inflation Segment for Projected Period [(I4*C5)-I4]	\$0 0736				
I6	Headend Upgrade Segment For Projected Period [Wks 6]					
I7	External Costs Segment For Projected Period [Wks 7]	\$1,1462				
I8	True-Up Segment For Projected Period	(\$0 0248)				
I9	Max Permitted Rate for Projected Period [I4+I5+I6+I7+I8+Wks L8+Wks M5]	\$7,6487				
I10	Operator Selected Rate For Projected Period	\$7,6187				

Certification Statement

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE TITLE 18, SECTION 1001), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

I certify that the statements made in this form are true and correct to the best of my knowledge and belief, and are made in good faith.

Signature 	Date 10/1/98
Name and Title of Person Completing this Form: David Kreiman - Dir finance	
Telephone number (716) 756-1225	Fax Number (716) 756-1675

Worksheet 1 - True-Up Period Inflation

For instructions, see Appendix A of Instructions For FCC Form 1240

Line	Period	FCC Inflation Factor
101	Month 1	2.70%
102	Month 2	2.70%
103	Month 3	2.70%
104	Month 4	1.77%
105	Month 5	1.77%
106	Month 6	1.77%
107	Month 7	1.43%
108	Month 8	1.43%
109	Month 9	1.43%
110	Month 10	1.43%
111	Month 11	1.43%
112	Month 12	1.43%
113	Average Inflation Factor for True-Up Period 1	1.0183
114	Month 13	
115	Month 14	
116	Month 15	
117	Month 16	
118	Month 17	
119	Month 18	
120	Month 19	
121	Month 20	
122	Month 21	
123	Month 22	
124	Month 23	
125	Month 24	
126	Average Inflation Factor for True-Up Period 2	

Worksheet 7 - External Costs True-Up Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
X	
	12

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$2,970				
702	Retransmission Consent Fees For Period	\$0				
703	Copyright Fees For Period	\$1,446				
704	External Costs Eligible For 7.5% Markup	\$4,415				
705	Marked Up External Costs	\$4,747				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00				
707	Franchise Related Costs For Period	\$0.00				
708	Commission Regulatory Fees For Period	\$0.00				
709	Total External Costs For Period	\$4,746.6594				
710	Monthly, Per-Subscriber External Costs For Period	\$0.6836				
Period 2						
External Costs Eligible for Markup						
711	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period					
712	Retransmission Consent Fees For Period					
713	Copyright Fees For Period					
714	External Costs Eligible For 7.5% Markup					
715	Marked Up External Costs					
External Costs Not Eligible for Markup						
716	Cable Specific Taxes For Period					
717	Franchise Related Costs For Period					
718	Commission Regulatory Fees For Period					
719	Total External Costs For Period					
720	Monthly, Per-Subscriber External Costs For Period					

Worksheet 7 - External Costs Projected Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
<input type="checkbox"/>	<input checked="" type="checkbox"/>
	12
	<input type="checkbox"/>

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$5,311.29	\$0.00			
702	Retransmission Consent Fees For Period	\$0.00	\$0.00			
703	Copyright Fees For Period	\$2,263.19	\$0.00			
704	External Costs Eligible For 7.5% Markup	\$7,574.48				
705	Marked Up External Costs	\$8,142.5658				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00	\$0.00			
707	Franchise Related Costs For Period	\$0.00	\$0.00			
708	Commission Regulatory Fees For Period	\$0.00	\$0.00			
709	Total External Costs For Period	\$8,142.5658				
710	Monthly, Per-Subscriber External Costs For Period	\$1.1462				

Worksheet 8 - True-Up Rate Charged

For instructions, see Appendix A of Instructions For FCC Form 1240

Question 1. How long is the True-Up Period 1, in months?

12

Question 2. How long is the True-Up Period 2, in months?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
801	Month 1	\$7.4190				
802	Month 2	\$7.4190				
803	Month 3	\$7.4190				
804	Month 4	\$7.4190				
805	Month 5	\$7.4190				
806	Month 6	\$7.4190				
807	Month 7	\$7.4190				
808	Month 8	\$7.4190				
809	Month 9	\$7.4190				
810	Month 10	\$7.4190				
811	Month 11	\$7.4190				
812	Month 12	\$7.4190				
813	Period 1 Average Rate	\$7.4190				

814	Month 13					
815	Month 14					
816	Month 15					
817	Month 16					
818	Month 17					
819	Month 18					
820	Month 19					
821	Month 20					
822	Month 21					
823	Month 22					
824	Month 23					
825	Month 24					
826	Period 2 Average Rate					

Alden Headend Lineup

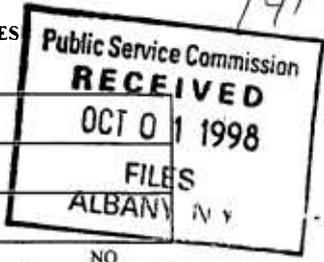
1998 Line-up

2	WGRZ	Basic
3	WNED	Basic
4	WIVB	Basic
5	WYNO	Basic
6	WUTV	Basic
7	WKBW	Basic
8	WPIX	Basic
9	WNEQ	Basic
10	CSPAN 2/GOVT ACCESS	Basic
11	EWTN	Basic
12	C-SPAN	Basic
13	PUBLIC ACCESS	Basic
14	TBS	Basic
15	LEARNING CHANNEL	Basic
16	HSN	Basic
17	Sneak Prevue	Basic
18	MSNBC	Basic
19	QVC	Basic
20	HBO	PAY
21	CINEMAX	PAY
22	WNYB	Basic
23	PREVUE GUIDE	Basic
24	TNT	NPT
25	Discovery	NPT
26	ESPN 2	NPT
27	CNN	NPT
28	ESPN	Tier
29	USA	Tier
30	CNN HEADLINE	NPT

31	Nashville	Tier
32	A&E	Tier
33	Disney Channel	Pay
34	MTV	Tier
35	Showtime	Pay
36	Lifetime	Tier
37	VH1	Tier
38	MSG	Tier
39	CNBC	Tier
40	Comedy Central	Tier
41	Family Channel	Tier
42	Weather Channel	Tier
43	Court TV	Tier
44	E! Television	Tier
45	Empire Sports	Tier
46	AMC	Tier
47	Nickelodeon	Tier
48	Sci Fi	Tier
49	Movie Channel	Pay
53	Bravo	Tier
54	Animal Planet	Tier
58	Cartoon	Tier
59	Fox News	Tier
61	Video Hotline 1	PPV
62	Animal Planet	Tier
63	Video Hotline 2/Playboy	PPV
64	Video Hotline 3	PPV
65	Adultvision	PPV
69	Turner Classic Movies	Tier

**FCC FORM 1240
 UPDATING MAXIMUM PERMITTED RATES FOR REGULATED CABLE SERVICES**

141



Cable Operator:

Name of Cable Operator TIME WARNER COMMUNICATIONS		
Mailing Address of Cable Operator 71 MOUNT HOPE AVENUE		
City ROCHESTER	State NY	ZIP Code 14620

1. Does this filing involve a single franchise authority and a single community unit?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, complete the franchise authority information below and enter the associated CUID number here:

NY1598

2. Does this filing involve a single franchise authority but multiple community units?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

If yes, enter the associated CUIDs below and complete the franchise authority information at the bottom of this page:

--

3. Does this filing involve multiple franchise authorities?

If yes, attach a separate sheet for each franchise authority and include the following franchise authority information with its associated CUID(s):

Franchise Authority Information:

Name of Local Franchising Authority Town Of Bennington		
Mailing Address of Local Franchising Authority 905 Old Alleghany Road		
City Attica	State NY	ZIP Code 14011
Telephone number (716) 591-2157	Fax Number	

4. For what purpose is this Form 1240 being filed? Please put an "X" in the appropriate box.

- a. Original Form 1240 for Basic Tier
- b. Amended Form 1240 for Basic Tier
- c. Original Form 1240 for CPS Tier
- d. Amended Form 1240 for CPS Tier

<input checked="" type="checkbox"/>

5. Indicate the one year time period for which you are setting rates (the Projected Period).

TO		
01/01/98	12/31/98	(mm/yy)

6. Indicate the time period for which you are performing a true-up.

TO		
1/1/97	12/31/97	(mm/yy)

7. Status of Previous Filing of FCC Form 1240 (enter an "x" in the appropriate box)

- a. Is this the first FCC Form 1240 filed in any jurisdiction?
- b. Has an FCC Form 1240 been filed previously with the FCC?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the most recent filing: **02/01/97** (mm/dd/yy)

c. Has an FCC Form 1240 been filed previously with the Franchising Authority?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the most recent filing: **11/30/97** (mm/dd/yy)

8. Status of Previous Filing of FCC Form 1210 (enter an "x" in the appropriate box)

a. Has an FCC Form 1210 been previously filed with the FCC?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

If yes, enter the date of the most recent filing: (mm/dd/yy)

b. Has an FCC Form 1210 been previously filed with the Franchising Authority?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, enter the date of the most recent filing: **02/17/95** (mm/dd/yy)

9. Status of FCC Form 1200 Filing (enter an "x" in the appropriate box)

a. Has an FCC Form 1200 been previously filed with the FCC?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

b. Has an FCC Form 1200 been previously filed with the Franchising Authority?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

10. Cable Programming Services Complaint Status (enter an "x" in the appropriate box)

a. Is this form being filed in response to an FCC Form 329 complaint?

YES	NO

If yes, enter the date of the complaint: (mm/dd/yy)

11. Is FCC Form 1205 Being Included With This Filing

YES	NO
	X

12. Selection of "Going Forward" Channel Addition Methodology (enter an "x" in the appropriate box)

Check here if you are using the original rules [MARKUP METHOD].

Check here if you are using the new, alternative rules [CAPS METHOD].

If using the CAPS METHOD, have you elected to revise recovery for channels added during the period May 15, 1994 to Dec. 31, 1994?

YES	NO
	X

13. Headend Upgrade Methodology

**NOTE: Operators must certify to the Commission their eligibility to use this upgrade methodology and attach an equipment list and depreciation schedule.*

Check here if you are a qualifying small system using the streamlined headend upgrade methodology.

Part I: Preliminary Information
Module A: Maximum Permitted Rate From Previous Filing

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
A1	Current Maximum Permitted Rate	\$8.2329				

Module B: Subscribership

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
B1	Average Subscribership For True-Up Period 1	724				
B2	Average Subscribership For True-Up Period 2					
B3	Estimated Average Subscribership For Projected Period	743				

Module C: Inflation Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
C1	Unclaimed Inflation: Operator Switching From 1210 To 1240					1.0000
C2	Unclaimed Inflation: Unregulated Operator Responding to Rate Complaint					1.0000
C3	Inflation Factor For True-Up Period 1 [Wks 1]					1.0183
C4	Inflation Factor For True-Up Period 2 [Wks 1]					
C5	Current FCC Inflation Factor					1.0114

Module D: Calculating the Base Rate

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
D1	Current Headend Upgrade Segment					
D2	Current External Costs Segment	\$0.6809				
D3	Current Caps Method Segment					
D4	Current Markup Method Segment					
D5	Current Channel Movement and Deletion Segment					
D6	Current True-Up Segment	\$0.2434				
D7	Current Inflation Segment	\$0.1921				
D8	Base Rate [A1-D1-D2-D3-D4-D5-D6-D7]	\$7.1165				

Part II: True-Up Period
Module E: Timing Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
E1	What Type of True-Up Is Being Performed? (Answer "1", "2", or "3". See Instructions for a description of these types) If "1", go to Module I. If "2", answer E2 and E3. If "3", answer E2, E3, E4, and E5.					2
E2	Number of Months in the True-Up Period 1					12
E3	Number of Months between the end of True-Up Period 1 and the end of the most recent Projected Period					0
E4	Number of Months in True-Up Period 2 Eligible for Interest					
E5	Number of Months True-Up Period 2 Ineligible for Interest					

Module F: Maximum Permitted Rate For True-Up Period 1

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
F1	Caps Method Segment For True-Up Period 1 [Wks 2]					
F2	Markup Method Segment For True-Up Period 1 [Wks 3]					
F3	Chan Mvmt Deletn Segment For True-Up Period 1 [Wks 4/5]					
F4	True-Up Period 1 Rate Eligible For Inflation [D8+F1+F2+F3]	\$7.1165				
F5	Inflation Segment for True-Up Period 1 [(F4*C3)-F4]	\$0.1304				
F6	Headend Upgrade Segment For True-Up Period 1 [Wks 6]					
F7	External Costs Segment For True-Up Period 1 [Wks 7]	\$0.6836				
F8	True-Up Segment For True-Up Period 1	\$0.2459				
F9	Max Perm Rate for True-Up Period 1 [F4+F5+F6+F7+F8]	\$8.1763				

Module G: Maximum Permitted Rate For True-Up Period 2

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
G1	Caps Method Segment For True-Up Period 2 [Wks 2]					
G2	Markup Method Segment For True-Up Period 2 [Wks 3]					
G3	Chan Mvmnt Deletn Segment For True-Up Period 2 [Wks 4/5]					
G4	TU Period 2 Rate Eligible For Inflation [D8+F5+G1+G2+G3]					
G5	Inflation Segment for True-Up Period 2 [(G4*C4)-G4]					
G6	Headend Upgrade Segment For True-Up Period 2 [Wks 6]					
G7	External Costs Segment For True-Up Period 2 [Wks 7]					
G8	True-Up Segment For True-Up Period 2					
G9	Max Perm Rate for True-Up Period 2 [G4+G5+G6+G7+G8]					

Module H: True-Up Adjustment Calculation

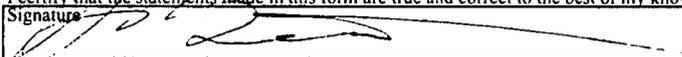
Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Adjustment For True-Up Period 1						
H1	Revenue From Period 1	\$73,969				
H2	Revenue From Max Permitted Rate for Period 1	\$71,069				
H3	True-Up Period 1 Adjustment [H2-H1]	(\$2,900)				
H4	Interest on Period 1 Adjustment	(\$163)				
Adjustment For True-Up Period 2						
H5	Revenue From Period 2 Eligible for Interest					
H6	Revenue From Max Perm Rate for Period 2 Eligible For Interest					
H7	Period 2 Adjustment Eligible For Interest [H6-H5]					
H8	Interest on Period 2 Adjustment (See instructions for formula)					
H9	Revenue From Period 2 Ineligible for Interest					
H10	Revenue From Max Perm Rate for Period 2 Ineligible for Interest					
H11	Period 2 Adjustment Ineligible For Interest [H10-H9]					
Total True-Up Adjustment						
H12	Previous Remaining True-Up Adjustment					
H13	Total True-Up Adjustment [H3+H4+H7+H8+H11+H12]	(\$3,063,2817)				
H14	Amount of True-Up Claimed For This Projected Period	(\$3,063,2817)				
H15	Remaining True-Up Adjustment [H13-H14]	\$0.0000				

**Part III: Projected Period
Module I: New Maximum Permitted Rate**

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
I1	Caps Method Segment For Projected Period [Wks 2]					
I2	Markup Method Segment For Projected Period [Wks 3]					
I3	Chan Mvmnt Deletn Segment For Projected Period [Wks 4/5]					
I4	Proj Period Rate Eligible For Inflation [D8+F5+G5+I1+I2+I3+Wks L3]	\$7,2469				
I5	Inflation Segment for Projected Period [(I4*C5)-I4]	\$0.0826				
I6	Headend Upgrade Segment For Projected Period [Wks 6]					
I7	External Costs Segment For Projected Period [Wks 7]	\$1,1462				
I8	True-Up Segment For Projected Period	(\$0,3436)				
I9	Max Permitted Rate for Projected Period [I4+I5+I6+I7+I8+Wks L8+Wks M5]	\$8,1321				
I10	Operator Selected Rate For Projected Period	\$8,1305				

Certification Statement

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE TITLE 18, SECTION 1001), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).
I certify that the statements made in this form are true and correct to the best of my knowledge and belief, and are made in good faith.

Signature 	Date 10/1/98
Name and Title of Person Completing this Form: David Kreiman - Dir finance	
Telephone number (716) 756-1225	Fax Number (716) 756-1675

Worksheet 1 - True-Up Period Inflation

For instructions, see Appendix A of Instructions For FCC Form 1240

Line	Period	FCC Inflation Factor
101	Month 1	2.70%
102	Month 2	2.70%
103	Month 3	2.70%
104	Month 4	1.77%
105	Month 5	1.77%
106	Month 6	1.77%
107	Month 7	1.43%
108	Month 8	1.43%
109	Month 9	1.43%
110	Month 10	1.43%
111	Month 11	1.43%
112	Month 12	1.43%
113	Average Inflation Factor for True-Up Period 1	1.0183
114	Month 13	
115	Month 14	
116	Month 15	
117	Month 16	
118	Month 17	
119	Month 18	
120	Month 19	
121	Month 20	
122	Month 21	
123	Month 22	
124	Month 23	
125	Month 24	
126	Average Inflation Factor for True-Up Period 2	

Worksheet 7 - External Costs True-Up Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
X	
	12

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
------	------------------	------------	-------------	-------------	-------------	-------------

Period 1

External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$3,717				
702	Retransmission Consent Fees For Period	\$0				
703	Copyright Fees For Period	\$1,810				
704	External Costs Eligible For 7.5% Markup	\$5,527				
705	Marked Up External Costs	\$5,942				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00				
707	Franchise Related Costs For Period	\$0.00				
708	Commission Regulatory Fees For Period	\$0.00				
709	Total External Costs For Period	\$5,941,5270				
710	Monthly, Per-Subscriber External Costs For Period	\$0.6836				

Period 2

External Costs Eligible for Markup						
711	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period					
712	Retransmission Consent Fees For Period					
713	Copyright Fees For Period					
714	External Costs Eligible For 7.5% Markup					
715	Marked Up External Costs					
External Costs Not Eligible for Markup						
716	Cable Specific Taxes For Period					
717	Franchise Related Costs For Period					
718	Commission Regulatory Fees For Period					
719	Total External Costs For Period					
720	Monthly, Per-Subscriber External Costs For Period					

Worksheet 7 - External Costs Projected Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
	X
12	

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$6,666.03	\$0.00			
702	Retransmission Consent Fees For Period	\$0.00	\$0.00			
703	Copyright Fees For Period	\$2,840.46	\$0.00			
704	External Costs Eligible For 7.5% Markup	\$9,506.48				
705	Marked Up External Costs	\$10,219.4702				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00	\$0.00			
707	Franchise Related Costs For Period	\$0.00	\$0.00			
708	Commission Regulatory Fees For Period	\$0.00	\$0.00			
709	Total External Costs For Period	\$10,219.4702				
710	Monthly, Per-Subscriber External Costs For Period	\$1.1462				

Worksheet 8 - True-Up Rate Charged

For instructions, see Appendix A of Instructions For FCC Form 1240

Question 1. How long is the True-Up Period 1, in months?

12

Question 2. How long is the True-Up Period 2, in months?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
801	Month 1	\$8.5100				
802	Month 2	\$8.5100				
803	Month 3	\$8.5100				
804	Month 4	\$8.5100				
805	Month 5	\$8.5100				
806	Month 6	\$8.5100				
807	Month 7	\$8.5100				
808	Month 8	\$8.5100				
809	Month 9	\$8.5100				
810	Month 10	\$8.5100				
811	Month 11	\$8.5100				
812	Month 12	\$8.5100				
813	Period 1 Average Rate	\$8.5100				

814	Month 13					
815	Month 14					
816	Month 15					
817	Month 16					
818	Month 17					
819	Month 18					
820	Month 19					
821	Month 20					
822	Month 21					
823	Month 22					
824	Month 23					
825	Month 24					
826	Period 2 Average Rate					

Alden Headend Lineup

1998 Line-up

2	WGRZ	Basic
3	WNED	Basic
4	WIVB	Basic
5	WYNO	Basic
6	WUTV	Basic
7	WKBW	Basic
8	WPIX	Basic
9	WNEQ	Basic
10	CSPAN 2/GOVT ACCESS	Basic
11	EWTN	Basic
12	C-SPAN	Basic
13	PUBLIC ACCESS	Basic
14	TBS	Basic
15	LEARNING CHANNEL	Basic
16	HSN	Basic
17	Sneak Prevue	Basic
18	MSNBC	Basic
19	QVC	Basic
20	HBO	PAY
21	CINEMAX	PAY
22	WNYB	Basic
23	PREVUE GUIDE	Basic
24	TNT	NPT
25	Discovery	NPT
26	ESPN 2	NPT
27	CNN	NPT
28	ESPN	Tier
29	USA	Tier
30	CNN HEADLINE	NPT

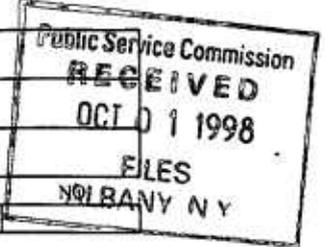
31	Nashville	Tier
32	A&E	Tier
33	Disney Channel	Pay
34	MTV	Tier
35	Showtime	Pay
36	Lifetime	Tier
37	VH1	Tier
38	MSG	Tier
39	CNBC	Tier
40	Comedy Central	Tier
41	Family Channel	Tier
42	Weather Channel	Tier
43	Court TV	Tier
44	E! Television	Tier
45	Empire Sports	Tier
46	AMC	Tier
47	Nickelodeon	Tier
48	Sci Fi	Tier
49	Movie Channel	Pay
53	Bravo	Tier
54	Animal Planet	Tier
58	Cartoon	Tier
59	Fox News	Tier
61	Video Hotline 1	PPV
62	Animal Planet	Tier
63	Video Hotline 2/Playboy	PPV
64	Video Hotline 3	PPV
65	Adultvision	PPV
69	Turner Classic Movies	Tier

**FCC FORM 1240
 UPDATING MAXIMUM PERMITTED RATES FOR REGULATED CABLE SERVICES**

191

Cable Operator:

Name of Cable Operator TIME WARNER COMMUNICATIONS		
Mailing Address of Cable Operator 71 MOUNT HOPE AVENUE		
City ROCHESTER	State NY	ZIP Code 14620



1. Does this filing involve a single franchise authority and a single community unit?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, complete the franchise authority information below and enter the associated CUID number here:

NY1615

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

2. Does this filing involve a single franchise authority but multiple community units?

If yes, enter the associated CUIDs below and complete the franchise authority information at the bottom of this page:

--

3. Does this filing involve multiple franchise authorities?

If yes, attach a separate sheet for each franchise authority and include the following franchise authority information with its associated CUID(s):

Franchise Authority Information:

Name of Local Franchising Authority Town Of Barre		
Mailing Address of Local Franchising Authority 14317 West Barre Rd		
City Albion	State NY	ZIP Code 14411
Telephone number (716) 589-5100	Fax Number	

4. For what purpose is this Form 1240 being filed? Please put an "X" in the appropriate box.

a. Original Form 1240 for Basic Tier	<input type="checkbox"/>
b. Amended Form 1240 for Basic Tier	<input type="checkbox"/>
c. Original Form 1240 for CPS Tier	<input type="checkbox"/>
d. Amended Form 1240 for CPS Tier	<input checked="" type="checkbox"/>

5. Indicate the one year time period for which you are setting rates (the Projected Period).

TO	
01/01/98	12/31/98

(mm/yy)

6. Indicate the time period for which you are performing a true-up.

TO	
1/1/97	12/31/97

(mm/yy)

7. Status of Previous Filing of FCC Form 1240 (enter an "x" in the appropriate box)

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

a. Is this the first FCC Form 1240 filed in any jurisdiction?

b. Has an FCC Form 1240 been filed previously with the FCC?

If yes, enter the date of the most recent filing: **02/01/97** (mm/dd/yy)

c. Has an FCC Form 1240 been filed previously with the Franchising Authority?

If yes, enter the date of the most recent filing: **11/30/97** (mm/dd/yy)

8. Status of Previous Filing of FCC Form 1210 (enter an "x" in the appropriate box)

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

a. Has an FCC Form 1210 been previously filed with the FCC?

If yes, enter the date of the most recent filing: (mm/dd/yy)

b. Has an FCC Form 1210 been previously filed with the Franchising Authority?

If yes, enter the date of the most recent filing: **02/17/95** (mm/dd/yy)

9. Status of FCC Form 1200 Filing (enter an "x" in the appropriate box)

a. Has an FCC Form 1200 been previously filed with the FCC?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

b. Has an FCC Form 1200 been previously filed with the Franchising Authority?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

10. Cable Programming Services Complaint Status (enter an "x" in the appropriate box)

a. Is this form being filed in response to an FCC Form 329 complaint?

YES	NO

If yes, enter the date of the complaint: (mm/dd/yy)

11. Is FCC Form 1205 Being Included With This Filing

YES	NO
	X

12. Selection of "Going Forward" Channel Addition Methodology (enter an "x" in the appropriate box)

Check here if you are using the original rules [MARKUP METHOD].

Check here if you are using the new, alternative rules [CAPS METHOD].

If using the CAPS METHOD, have you elected to revise recovery for channels added during the period May 15, 1994 to Dec. 31, 1994?

YES	NO
	X

13. Headend Upgrade Methodology

**NOTE: Operators must certify to the Commission their eligibility to use this upgrade methodology and attach an equipment list and depreciation schedule.*

Check here if you are a qualifying small system using the streamlined headend upgrade methodology.

Part I: Preliminary Information
Module A: Maximum Permitted Rate From Previous Filing

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
A1	Current Maximum Permitted Rate	\$7.0928				

Module B: Subscribership

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
B1	Average Subscribership For True-Up Period 1	274				
B2	Average Subscribership For True-Up Period 2					
B3	Estimated Average Subscribership For Projected Period	278				

Module C: Inflation Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
C1	Unclaimed Inflation: Operator Switching From 1210 To 1240					1.0000
C2	Unclaimed Inflation: Unregulated Operator Responding to Rate Complaint					1.0000
C3	Inflation Factor For True-Up Period 1 [Wks 1]					1.0183
C4	Inflation Factor For True-Up Period 2 [Wks 1]					
C5	Current FCC Inflation Factor					1.0114

Module D: Calculating the Base Rate

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
D1	Current Headend Upgrade Segment					
D2	Current External Costs Segment	\$0.4986				
D3	Current Caps Method Segment					
D4	Current Markup Method Segment					
D5	Current Channel Movement and Deletion Segment					
D6	Current True-Up Segment	\$0.1063				
D7	Current Inflation Segment	\$0.1706				
D8	Base Rate [A1-D1-D2-D3-D4-D5-D6-D7]	\$6.3174				

Part II: True-Up Period
Module E: Timing Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
E1	What Type of True-Up Is Being Performed? (Answer "1", "2", or "3". See Instructions for a description of these types.) If "1", go to Module I. If "2", answer E2 and E3. If "3", answer E2, E3, E4, and E5.					2
E2	Number of Months in the True-Up Period 1					12
E3	Number of Months between the end of True-Up Period 1 and the end of the most recent Projected Period					0
E4	Number of Months in True-Up Period 2 Eligible for Interest					
E5	Number of Months True-Up Period 2 Ineligible for Interest					

Module F: Maximum Permitted Rate For True-Up Period 1

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
F1	Caps Method Segment For True-Up Period 1 [Wks 2]					
F2	Markup Method Segment For True-Up Period 1 [Wks 3]					
F3	Chan Mvmnt Deletn Segment For True-Up Period 1 [Wks' 4/5]					
F4	True-Up Period 1 Rate Eligible For Inflation [D8+F1+F2+F3]	\$6.3174				
F5	Inflation Segment for True-Up Period 1 [(F4*C3)-F4]	\$0.1158				
F6	Headend Upgrade Segment For True-Up Period 1 [Wks 6]					
F7	External Costs Segment For True-Up Period 1 [Wks 7]	\$0.5014				
F8	True-Up Segment For True-Up Period 1	\$0.1067				
F9	Max Perm Rate for True-Up Period 1 [F4+F5+F6+F7+F8]	\$7.0412				

Module G: Maximum Permitted Rate For True-Up Period 2

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
G1	Caps Method Segment For True-Up Period 2 [Wks 2]					
G2	Markup Method Segment For True-Up Period 2 [Wks 3]					
G3	Chan Mvmt Deletn Segment For True-Up Period 2 [Wks 4/5]					
G4	TU Period 2 Rate Eligible For Inflation [D8+F5+G1+G2+G3]					
G5	Inflation Segment for True-Up Period 2 [(G4*C4)-G4]					
G6	Headend Upgrade Segment For True-Up Period 2 [Wks 6]					
G7	External Costs Segment For True-Up Period 2 [Wks 7]					
G8	True-Up Segment For True-Up Period 2					
G9	Max Perm Rate for True-Up Period 2 [G4+G5+G6+G7+G8]					

Module H: True-Up Adjustment Calculation

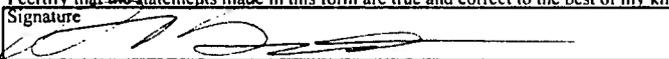
Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Adjustment For True-Up Period 1						
H1	Revenue From Period 1	\$24,778				
H2	Revenue From Max Permitted Rate for Period 1	\$23,123				
H3	True-Up Period 1 Adjustment [H2-H1]	(\$1,655)				
H4	Interest on Period 1 Adjustment	(\$93)				
Adjustment For True-Up Period 2						
H5	Revenue From Period 2 Eligible for Interest					
H6	Revenue From Max Perm Rate for Period 2 Eligible For Interest					
H7	Period 2 Adjustment Eligible For Interest [H6-H5]					
H8	Interest on Period 2 Adjustment (See instructions for formula)					
H9	Revenue From Period 2 Ineligible for Interest					
H10	Revenue From Max Perm Rate for Period 2 Ineligible for Interest					
H11	Period 2 Adjustment Ineligible For Interest [H10-H9]					
Total True-Up Adjustment						
H12	Previous Remaining True-Up Adjustment					
H13	Total True-Up Adjustment [H3+H4+H7+H8+H11+H12]	(\$1,747,852)				
H14	Amount of True-Up Claimed For This Projected Period	(\$1,747,852)				
H15	Remaining True-Up Adjustment [H13-H14]	\$0.0000				

**Part III: Projected Period
Module I: New Maximum Permitted Rate**

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
I1	Caps Method Segment For Projected Period [Wks 2]					
I2	Markup Method Segment For Projected Period [Wks 3]					
I3	Chan Mvmt Deletn Segment For Projected Period [Wks 4/5]					
I4	Proj Period Rate Eligible For Inflation [D8+F5+G5+I1+I2+I3+Wks L3]	\$6 4331				
I5	Inflation Segment for Projected Period [(I4*C5)-I4]	\$0 0733				
I6	Headend Upgrade Segment For Projected Period [Wks 6]					
I7	External Costs Segment For Projected Period [Wks 7]	\$0 9303				
I8	True-Up Segment For Projected Period	(\$0 5239)				
I9	Max Permitted Rate for Projected Period [I4+I5+I6+I7+I8+Wks L8+Wks M5]	\$6 9128				
I10	Operator Selected Rate For Projected Period	\$6 8927				

Certification Statement

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE TITLE 18, SECTION 1001), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).
I certify that the statements made in this form are true and correct to the best of my knowledge and belief, and are made in good faith.

Signature 	Date 10/1/98
Name and Title of Person Completing this Form: David Kreiman - Dir finance	
Telephone number (716) 756-1225	Fax Number (716) 756-1675

Worksheet 1 - True-Up Period Inflation

For instructions, see Appendix A of Instructions For FCC Form 1240

Line	Period	FCC Inflation Factor
101	Month 1	2.70%
102	Month 2	2.70%
103	Month 3	2.70%
104	Month 4	1.77%
105	Month 5	1.77%
106	Month 6	1.77%
107	Month 7	1.43%
108	Month 8	1.43%
109	Month 9	1.43%
110	Month 10	1.43%
111	Month 11	1.43%
112	Month 12	1.43%
113	Average Inflation Factor for True-Up Period 1	1.0183
114	Month 13	
115	Month 14	
116	Month 15	
117	Month 16	
118	Month 17	
119	Month 18	
120	Month 19	
121	Month 20	
122	Month 21	
123	Month 22	
124	Month 23	
125	Month 24	
126	Average Inflation Factor for True-Up Period 2	

Worksheet 7 - External Costs True-Up Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
X	
	12

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$848				
702	Retransmission Consent Fees For Period	\$0				
703	Copyright Fees For Period	\$684				
704	External Costs Eligible For 7.5% Markup	\$1,532				
705	Marked Up External Costs	\$1,646				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00				
707	Franchise Related Costs For Period	\$0.00				
708	Commission Regulatory Fees For Period	\$0.00				
709	Total External Costs For Period	\$1,646.4373				
710	Monthly, Per-Subscriber External Costs For Period	\$0.5014				
Period 2						
External Costs Eligible for Markup						
711	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period					
712	Retransmission Consent Fees For Period					
713	Copyright Fees For Period					
714	External Costs Eligible For 7.5% Markup					
715	Marked Up External Costs					
External Costs Not Eligible for Markup						
716	Cable Specific Taxes For Period					
717	Franchise Related Costs For Period					
718	Commission Regulatory Fees For Period					
719	Total External Costs For Period					
720	Monthly, Per-Subscriber External Costs For Period					

Worksheet 7 - External Costs Projected Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
	X
	12

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$1,824.06	\$0.00			
702	Retransmission Consent Fees For Period	\$0.00	\$0.00			
703	Copyright Fees For Period	\$1,062.78	\$0.00			
704	External Costs Eligible For 7.5% Markup	\$2,886.84				
705	Marked Up External Costs	\$3,103.3513				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00	\$0.00			
707	Franchise Related Costs For Period	\$0.00	\$0.00			
708	Commission Regulatory Fees For Period	\$0.00	\$0.00			
709	Total External Costs For Period	\$3,103.3513				
710	Monthly, Per-Subscriber External Costs For Period	\$0.9303				

Worksheet 8 - True-Up Rate Charged

For instructions, see Appendix A of Instructions For FCC Form 1240

Question 1. How long is the True-Up Period 1, in months?

12

Question 2. How long is the True-Up Period 2, in months?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
801	Month 1	\$7.5450				
802	Month 2	\$7.5450				
803	Month 3	\$7.5450				
804	Month 4	\$7.5450				
805	Month 5	\$7.5450				
806	Month 6	\$7.5450				
807	Month 7	\$7.5450				
808	Month 8	\$7.5450				
809	Month 9	\$7.5450				
810	Month 10	\$7.5450				
811	Month 11	\$7.5450				
812	Month 12	\$7.5450				
813	Period 1 Average Rate	\$7.5450				

814	Month 13					
815	Month 14					
816	Month 15					
817	Month 16					
818	Month 17					
819	Month 18					
820	Month 19					
821	Month 20					
822	Month 21					
823	Month 22					
824	Month 23					
825	Month 24					
826	Period 2 Average Rate					

Medina Headend

1998 Lineup

2	WGRZ	Basic
3	WNED	Basic
4	WIVB	Basic
5	WYNO	Basic
6	WUTV	Basic
7	WKBW	Basic
8	WROC	Basic
9	WNEQ	Basic
10	WHEC	Basic
11	WXXI	Basic
12	WUHF	Basic
13	WOKR	Basic
14	TBS	Basic
15	WPIX	Basic
16	CSPAN	Basic
17	Sneak Prevue	Basic
18	MSNBC	Basic
19	Home Shopping Network	Basic
20	Gov't/Public Access	Basic
21	Prevue Guide	Basic
22	QVC	Basic
23	EWTV	Basic
24	TNT	NPT
25	Discovery	NPT
26	ESPN 2	NPT
27	CNN	NPT
28	ESPN	Tier
29	A&E	Tier
30	Headline News	NPT
31	MOVIE CHANNEL	Pay

32	HBO	Pay
33	SHOWTIME	Pay
34	CINEMAX	Pay
35	DISNEY CHANNEL	Pay
36	FAMILY	Tier
37	NASHVILLE	Tier
38	LIFETIME	Tier
39	MSG	Tier
40	USA	Tier
41	MTV	Tier
42	COMEDY	Tier
43	CNBC	Tier
44	THE WEATHER CHANNEL	Tier
45	COURT	Tier
46	E! Television	Tier
47	Empire Sports	Tier
48	VH1	Tier
49	AMC	Tier
50	NICKELODEON	Tier
51	ANIMAL PLANET	Tier
52	SCI FI CHANNEL	Tier
53	BRAVO	Tier
54	LEARNING CHANNEL	Tier
58	CARTOON	Tier
59	FOX NEWS	Tier
61	Video Hotline 1	PPV
63	Playboy	PPV
64	Video Hotline 2	PPV
65	Adultvision/Video Hotline 3	PPV
69	TURNER CLASSIC MOVIES	Tier

**FCC FORM 1240
 UPDATING MAXIMUM PERMITTED RATES FOR REGULATED CABLE SERVICES**



Cable Operator:

Name of Cable Operator TIME WARNER COMMUNICATIONS		
Mailing Address of Cable Operator 71 MOUNT HOPE AVENUE		
City ROCHESTER	State NY	ZIP Code 14620

1. Does this filing involve a single franchise authority and a single community unit?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, complete the franchise authority information below and enter the associated CUID number here:

NY1394

2. Does this filing involve a single franchise authority but multiple community units?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

If yes, enter the associated CUIDs below and complete the franchise authority information at the bottom of this page:

--

3. Does this filing involve multiple franchise authorities?

If yes, attach a separate sheet for each franchise authority and include the following franchise authority information with its associated CUID(s):

Franchise Authority Information:

Name of Local Franchising Authority Town Of Royalton		
Mailing Address of Local Franchising Authority 5316 Royalton Ctr Rd		
City Middleport	State NY	ZIP Code 14105
Telephone number (716) 772-2431	Fax Number	

4. For what purpose is this Form 1240 being filed? Please put an "X" in the appropriate box.

a. Original Form 1240 for Basic Tier	<input type="checkbox"/>
b. Amended Form 1240 for Basic Tier	<input type="checkbox"/>
c. Original Form 1240 for CPS Tier	<input type="checkbox"/>
d. Amended Form 1240 for CPS Tier	<input checked="" type="checkbox"/>

5. Indicate the one year time period for which you are setting rates (the Projected Period).

TO	
01/01/98	12/31/98

 (mm/yy)

6. Indicate the time period for which you are performing a true-up.

TO	
1/1/97	12/31/97

 (mm/yy)

7. Status of Previous Filing of FCC Form 1240 (enter an "x" in the appropriate box)

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input type="checkbox"/>

a. Is this the first FCC Form 1240 filed in any jurisdiction?

b. Has an FCC Form 1240 been filed previously with the FCC?

If yes, enter the date of the most recent filing: **02/01/97** (mm/dd/yy)

c. Has an FCC Form 1240 been filed previously with the Franchising Authority?

If yes, enter the date of the most recent filing: **11/30/97** (mm/dd/yy)

8. Status of Previous Filing of FCC Form 1210 (enter an "x" in the appropriate box)

a. Has an FCC Form 1210 been previously filed with the FCC?

If yes, enter the date of the most recent filing: (mm/dd/yy)

b. Has an FCC Form 1210 been previously filed with the Franchising Authority?

If yes, enter the date of the most recent filing: **02/17/95** (mm/dd/yy)

9. Status of FCC Form 1200 Filing (enter an "x" in the appropriate box)

a. Has an FCC Form 1200 been previously filed with the FCC?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

b. Has an FCC Form 1200 been previously filed with the Franchising Authority?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

10. Cable Programming Services Complaint Status (enter an "x" in the appropriate box)

a. Is this form being filed in response to an FCC Form 329 complaint?

YES	NO

If yes, enter the date of the complaint: (mm/dd/yy)

11. Is FCC Form 1205 Being Included With This Filing

YES	NO
	X

12. Selection of "Going Forward" Channel Addition Methodology (enter an "x" in the appropriate box)

Check here if you are using the original rules [MARKUP METHOD].

Check here if you are using the new, alternative rules [CAPS METHOD].

If using the CAPS METHOD, have you elected to revise recovery for channels added during the period May 15, 1994 to Dec. 31, 1994?

YES	NO
	X

13. Headend Upgrade Methodology

**NOTE: Operators must certify to the Commission their eligibility to use this upgrade methodology and attach an equipment list and depreciation schedule.*

Check here if you are a qualifying small system using the streamlined headend upgrade methodology.

Part I: Preliminary Information
Module A: Maximum Permitted Rate From Previous Filing

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
A1	Current Maximum Permitted Rate	\$10.9186				

Module B: Subscribership

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
B1	Average Subscribership For True-Up Period 1	741				
B2	Average Subscribership For True-Up Period 2					
B3	Estimated Average Subscribership For Projected Period	779				

Module C: Inflation Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
C1	Unclaimed Inflation: Operator Switching From 1210 To 1240					1.0000
C2	Unclaimed Inflation: Unregulated Operator Responding to Rate Complaint					1.0000
C3	Inflation Factor For True-Up Period 1 [Wks 1]					1.0183
C4	Inflation Factor For True-Up Period 2 [Wks 1]					
C5	Current FCC Inflation Factor					1.0114

Module D: Calculating the Base Rate

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
D1	Current Headend Upgrade Segment					
D2	Current External Costs Segment	\$0.4986				
D3	Current Caps Method Segment					
D4	Current Markup Method Segment					
D5	Current Channel Movement and Deletion Segment					
D6	Current True-Up Segment	\$0.1982				
D7	Current Inflation Segment	\$0.2542				
D8	Base Rate [A1-D1-D2-D3-D4-D5-D6-D7]	\$9.9675				

Part II: True-Up Period
Module E: Timing Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
E1	What Type of True-Up Is Being Performed? (Answer "1", "2", or "3". See Instructions for a description of these types.) If "1", go to Module I. If "2", answer E2 and E3. If "3", answer E2, E3, E4, and E5.					2
E2	Number of Months in the True-Up Period 1					12
E3	Number of Months between the end of True-Up Period 1 and the end of the most recent Projected Period					0
E4	Number of Months in True-Up Period 2 Eligible for Interest					
E5	Number of Months True-Up Period 2 Ineligible for Interest					

Module F: Maximum Permitted Rate For True-Up Period 1

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
F1	Caps Method Segment For True-Up Period 1 [Wks 2]					
F2	Markup Method Segment For True-Up Period 1 [Wks 3]					
F3	Chan Mvmt Deletn Segment For True-Up Period 1 [Wks 4/5]					
F4	True-Up Period 1 Rate Eligible For Inflation [D8+F1+F2+F3]	\$9.9675				
F5	Inflation Segment for True-Up Period 1 [(F4*C3)-F4]	\$0.1827				
F6	Headend Upgrade Segment For True-Up Period 1 [Wks 6]					
F7	External Costs Segment For True-Up Period 1 [Wks 7]	\$0.5014				
F8	True-Up Segment For True-Up Period 1	\$0.2012				
F9	Max Perm Rate for True-Up Period 1 [F4+F5+F6+F7+F8]	\$10.8527				

Module G: Maximum Permitted Rate For True-Up Period 2

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
G1	Caps Method Segment For True-Up Period 2 [Wks 2]					
G2	Markup Method Segment For True-Up Period 2 [Wks 3]					
G3	Chan Mvmnt Deletn Segment For True-Up Period 2 [Wks 4/5]					
G4	TU Period 2 Rate Eligible For Inflation [D8+F5+G1+G2+G3]					
G5	Inflation Segment for True-Up Period 2 [(G4*C4)-G4]					
G6	Headend Upgrade Segment For True-Up Period 2 [Wks 6]					
G7	External Costs Segment For True-Up Period 2 [Wks 7]					
G8	True-Up Segment For True-Up Period 2					
G9	Max Perm Rate for True-Up Period 2 [G4+G5+G6+G7+G8]					

Module H: True-Up Adjustment Calculation

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Adjustment For True-Up Period 1						
H1	Revenue From Period 1	\$93,216				
H2	Revenue From Max Permitted Rate for Period 1	\$96,531				
H3	True-Up Period 1 Adjustment [H2-H1]	\$3,315				
H4	Interest on Period 1 Adjustment	\$186				
Adjustment For True-Up Period 2						
H5	Revenue From Period 2 Eligible for Interest					
H6	Revenue From Max Perm Rate for Period 2 Eligible For Interest					
H7	Period 2 Adjustment Eligible For Interest [H6-H5]					
H8	Interest on Period 2 Adjustment (See instructions for formula)					
H9	Revenue From Period 2 Ineligible for Interest					
H10	Revenue From Max Perm Rate for Period 2 Ineligible for Interest					
H11	Period 2 Adjustment Ineligible For Interest [H10-H9]					
Total True-Up Adjustment						
H12	Previous Remaining True-Up Adjustment					
H13	Total True-Up Adjustment [H3+H4+H7+H8+H11+H12]	\$3,501.7509				
H14	Amount of True-Up Claimed For This Projected Period	\$3,501.7509				
H15	Remaining True-Up Adjustment [H13-H14]	\$0.0000				

**Part III: Projected Period
Module I: New Maximum Permitted Rate**

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
I1	Caps Method Segment For Projected Period [Wks 2]					
I2	Markup Method Segment For Projected Period [Wks 3]					
I3	Chan Mvmnt Deletn Segment For Projected Period [Wks 4/5]					
I4	Proj Period Rate Eligible For Inflation [D8+F5+G5+I1+I2+I3+Wks L3]	\$10.1502				
I5	Inflation Segment for Projected Period [(I4*C5)-I4]	\$0.1157				
I6	Headend Upgrade Segment For Projected Period [Wks 6]					
I7	External Costs Segment For Projected Period [Wks 7]	\$0.9303				
I8	True-Up Segment For Projected Period	\$0.3746				
I9	Max Permitted Rate for Projected Period [I4+I5+I6+I7+I8+Wks L8+Wks M5]	\$11.5708				
I10	Operator Selected Rate For Projected Period	\$11.6657				

Certification Statement

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE TITLE 18, SECTION 1001), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).
I certify that the statements made in this form are true and correct to the best of my knowledge and belief, and are made in good faith.

Signature 	Date 10/1/98
Name and Title of Person Completing this Form: David Kreiman - Dir finance	
Telephone number (716) 756-1225	Fax Number (716) 756-1675

Worksheet 1 - True-Up Period Inflation

For instructions, see Appendix A of Instructions For FCC Form 1240

Line	Period	FCC Inflation Factor
101	Month 1	2.70%
102	Month 2	2.70%
103	Month 3	2.70%
104	Month 4	1.77%
105	Month 5	1.77%
106	Month 6	1.77%
107	Month 7	1.43%
108	Month 8	1.43%
109	Month 9	1.43%
110	Month 10	1.43%
111	Month 11	1.43%
112	Month 12	1.43%
113	Average Inflation Factor for True-Up Period 1	1.0183
114	Month 13	
115	Month 14	
116	Month 15	
117	Month 16	
118	Month 17	
119	Month 18	
120	Month 19	
121	Month 20	
122	Month 21	
123	Month 22	
124	Month 23	
125	Month 24	
126	Average Inflation Factor for True-Up Period 2	

Worksheet 7 - External Costs True-Up Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
X	

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

12

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$2,296				
702	Retransmission Consent Fees For Period	\$0				
703	Copyright Fees For Period	\$1,852				
704	External Costs Eligible For 7.5% Markup	\$4,148				
705	Marked Up External Costs	\$4,459				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00				
707	Franchise Related Costs For Period	\$0.00				
708	Commission Regulatory Fees For Period	\$0.00				
709	Total External Costs For Period	\$4,459.3517				
710	Monthly, Per-Subscriber External Costs For Period	\$0.5014				
Period 2						
External Costs Eligible for Markup						
711	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period					
712	Retransmission Consent Fees For Period					
713	Copyright Fees For Period					
714	External Costs Eligible For 7.5% Markup					
715	Marked Up External Costs					
External Costs Not Eligible for Markup						
716	Cable Specific Taxes For Period					
717	Franchise Related Costs For Period					
718	Commission Regulatory Fees For Period					
719	Total External Costs For Period					
720	Monthly, Per-Subscriber External Costs For Period					

Worksheet 7 - External Costs Projected Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
	X

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

12

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$5,111.29	\$0.00			
702	Retransmission Consent Fees For Period	\$0.00	\$0.00			
703	Copyright Fees For Period	\$2,978.09	\$0.00			
704	External Costs Eligible For 7.5% Markup	\$8,089.38				
705	Marked Up External Costs	\$8,696.0815				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00	\$0.00			
707	Franchise Related Costs For Period	\$0.00	\$0.00			
708	Commission Regulatory Fees For Period	\$0.00	\$0.00			
709	Total External Costs For Period	\$8,696.0815				
710	Monthly, Per-Subscriber External Costs For Period	\$0.9303				

Worksheet 8 - True-Up Rate Charged

For instructions, see Appendix A of Instructions For FCC Form 1240

Question 1. How long is the True-Up Period 1, in months?

12

Question 2. How long is the True-Up Period 2, in months?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
801	Month 1	\$10.4800				
802	Month 2	\$10.4800				
803	Month 3	\$10.4800				
804	Month 4	\$10.4800				
805	Month 5	\$10.4800				
806	Month 6	\$10.4800				
807	Month 7	\$10.4800				
808	Month 8	\$10.4800				
809	Month 9	\$10.4800				
810	Month 10	\$10.4800				
811	Month 11	\$10.4800				
812	Month 12	\$10.4800				
813	Period 1 Average Rate	\$10.4800				
814	Month 13					
815	Month 14					
816	Month 15					
817	Month 16					
818	Month 17					
819	Month 18					
820	Month 19					
821	Month 20					
822	Month 21					
823	Month 22					
824	Month 23					
825	Month 24					
826	Period 2 Average Rate					

Medina Headend

1998 Lineup

2	WGRZ	Basic
3	WNED	Basic
4	WIVB	Basic
5	WYNO	Basic
6	WUTV	Basic
7	WKBW	Basic
8	WROC	Basic
9	WNEQ	Basic
10	WHEC	Basic
11	WXXI	Basic
12	WUHF	Basic
13	WOKR	Basic
14	TBS	Basic
15	WPIX	Basic
16	CSPAN	Basic
17	Sneak Prevue	Basic
18	MSNBC	Basic
19	Home Shopping Network	Basic
20	Gov't/Public Access	Basic
21	Prevue Guide	Basic
22	QVC	Basic
23	EWTN	Basic
24	TNT	NPT
25	Discovery	NPT
26	ESPN 2	NPT
27	CNN	NPT
28	ESPN	Tier
29	A&E	Tier
30	Headline News	NPT
31	MOVIE CHANNEL	Pay

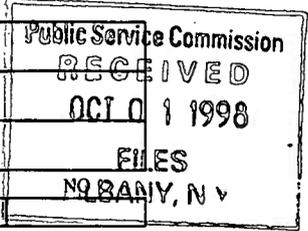
32	HBO	Pay
33	SHOWTIME	Pay
34	CINEMAX	Pay
35	DISNEY CHANNEL	Pay
36	FAMILY	Tier
37	NASHVILLE	Tier
38	LIFETIME	Tier
39	MSG	Tier
40	USA	Tier
41	MTV	Tier
42	COMEDY	Tier
43	CNBC	Tier
44	THE WEATHER CHANNEL	Tier
45	COURT	Tier
46	E! Television	Tier
47	Empire Sports	Tier
48	VH1	Tier
49	AMC	Tier
50	NICKELODEON	Tier
51	ANIMAL PLANET	Tier
52	SCI FI CHANNEL	Tier
53	BRAVO	Tier
54	LEARNING CHANNEL	Tier
58	CARTOON	Tier
59	FOX NEWS	Tier
61	Video Hotline 1	PPV
63	Playboy	PPV
64	Video Hotline 2	PPV
65	Adultvision/Video Hotline 3	PPV
69	TURNER CLASSIC MOVIES	Tier

**FCC FORM 1240
 UPDATING MAXIMUM PERMITTED RATES FOR REGULATED CABLE SERVICES**

141

Cable Operator:

Name of Cable Operator TIME WARNER COMMUNICATIONS		
Mailing Address of Cable Operator 71 MOUNT HOPE AVENUE		
City ROCHESTER	State NY	ZIP Code 14620



1. Does this filing involve a single franchise authority and a single community unit?

YES	NO
<input checked="" type="checkbox"/>	<input type="checkbox"/>

If yes, complete the franchise authority information below and enter the associated CUID number here:

NY1276

2. Does this filing involve a single franchise authority but multiple community units?

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

If yes, enter the associated CUIDs below and complete the franchise authority information at the bottom of this page:

--

3. Does this filing involve multiple franchise authorities?

If yes, attach a separate sheet for each franchise authority and include the following franchise authority information with its associated CUID(s):

Franchise Authority Information:

Name of Local Franchising Authority Town Of Albion		
Mailing Address of Local Franchising Authority 3665 Clarendon Rd		
City Albion	State NY	ZIP Code 14411
Telephone number	Fax Number	

4. For what purpose is this Form 1240 being filed? Please put an "X" in the appropriate box.

a. Original Form 1240 for Basic Tier	<input type="checkbox"/>
b. Amended Form 1240 for Basic Tier	<input type="checkbox"/>
c. Original Form 1240 for CPS Tier	<input type="checkbox"/>
d. Amended Form 1240 for CPS Tier	<input checked="" type="checkbox"/>

5. Indicate the one year time period for which you are setting rates (the Projected Period).

TO		
01/01/98	12/31/98	(mm/yy)

6. Indicate the time period for which you are performing a true-up.

TO		
1/1/97	12/31/97	(mm/yy)

7. Status of Previous Filing of FCC Form 1240 (enter an "x" in the appropriate box)

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>
<input checked="" type="checkbox"/>	<input type="checkbox"/>

a. Is this the first FCC Form 1240 filed in any jurisdiction?

b. Has an FCC Form 1240 been filed previously with the FCC?

If yes, enter the date of the most recent filing: **02/01/97** (mm/dd/yy)

c. Has an FCC Form 1240 been filed previously with the Franchising Authority?

If yes, enter the date of the most recent filing: **11/30/97** (mm/dd/yy)

8. Status of Previous Filing of FCC Form 1210 (enter an "x" in the appropriate box)

YES	NO
<input type="checkbox"/>	<input checked="" type="checkbox"/>

a. Has an FCC Form 1210 been previously filed with the FCC?

If yes, enter the date of the most recent filing: (mm/dd/yy)

b. Has an FCC Form 1210 been previously filed with the Franchising Authority?

If yes, enter the date of the most recent filing: **02/17/95** (mm/dd/yy)

9. Status of FCC Form 1200 Filing (enter an "x" in the appropriate box)

a. Has an FCC Form 1200 been previously filed with the FCC?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

b. Has an FCC Form 1200 been previously filed with the Franchising Authority?

YES	NO

If yes, enter the date filed: (mm/dd/yy)

10. Cable Programming Services Complaint Status (enter an "x" in the appropriate box)

a. Is this form being filed in response to an FCC Form 329 complaint?

YES	NO

If yes, enter the date of the complaint: (mm/dd/yy)

11. Is FCC Form 1205 Being Included With This Filing

YES	NO
	X

12. Selection of "Going Forward" Channel Addition Methodology (enter an "x" in the appropriate box)

Check here if you are using the original rules [MARKUP METHOD].

Check here if you are using the new, alternative rules [CAPS METHOD].

If using the CAPS METHOD, have you elected to revise recovery for channels added during the period May 15, 1994 to Dec. 31, 1994?

YES	NO
	X

13. Headend Upgrade Methodology

**NOTE: Operators must certify to the Commission their eligibility to use this upgrade methodology and attach an equipment list and depreciation schedule.*

Check here if you are a qualifying small system using the streamlined headend upgrade methodology.

Part I: Preliminary Information
Module A: Maximum Permitted Rate From Previous Filing

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
A1	Current Maximum Permitted Rate	\$9.9156				

Module B: Subscribership

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
B1	Average Subscribership For True-Up Period 1	178				
B2	Average Subscribership For True-Up Period 2					
B3	Estimated Average Subscribership For Projected Period	228				

Module C: Inflation Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
C1	Unclaimed Inflation: Operator Switching From 1210 To 1240					1.0000
C2	Unclaimed Inflation: Unregulated Operator Responding to Rate Complaint					1.0000
C3	Inflation Factor For True-Up Period 1 [Wks 1]					1.0183
C4	Inflation Factor For True-Up Period 2 [Wks 1]					
C5	Current FCC Inflation Factor					1.0114

Module D: Calculating the Base Rate

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
D1	Current Headend Upgrade Segment					
D2	Current External Costs Segment	\$0.4986				
D3	Current Caps Method Segment					
D4	Current Markup Method Segment					
D5	Current Channel Movement and Deletion Segment					
D6	Current True-Up Segment	\$0.0552				
D7	Current Inflation Segment	\$0.2461				
D8	Base Rate [A1-D1-D2-D3-D4-D5-D6-D7]	\$9.1156				

Part II: True-Up Period
Module E: Timing Information

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
E1	What Type of True-Up Is Being Performed? (Answer "1", "2", or "3". See Instructions for a description of these types.) If "1", go to Module I. If "2", answer E2 and E3. If "3", answer E2, E3, E4, and E5.					2
E2	Number of Months in the True-Up Period 1					12
E3	Number of Months between the end of True-Up Period 1 and the end of the most recent Projected Period					0
E4	Number of Months in True-Up Period 2 Eligible for Interest					
E5	Number of Months True-Up Period 2 Ineligible for Interest					

Module F: Maximum Permitted Rate For True-Up Period 1

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
F1	Caps Method Segment For True-Up Period 1 [Wks 2]					
F2	Markup Method Segment For True-Up Period 1 [Wks 3]					
F3	Chan Mvmnt Deletn Segment For True-Up Period 1 [Wks 4/5]					
F4	True-Up Period 1 Rate Eligible For Inflation [D8+F1+F2+F3]	\$9.1156				
F5	Inflation Segment for True-Up Period 1 [(F4*C3)-F4]	\$0.1670				
F6	Headend Upgrade Segment For True-Up Period 1 [Wks 6]					
F7	External Costs Segment For True-Up Period 1 [Wks 7]	\$0.5014				
F8	True-Up Segment For True-Up Period 1	\$0.0564				
F9	Max Perm Rate for True-Up Period 1 [F4+F5+F6+F7+F8]	\$9.8404				

Module G: Maximum Permitted Rate For True-Up Period 2

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
G1	Caps Method Segment For True-Up Period 2 [Wks 2]					
G2	Markup Method Segment For True-Up Period 2 [Wks 3]					
G3	Chan Mvmt Deletn Segment For True-Up Period 2 [Wks 4/5]					
G4	TU Period 2 Rate Eligible For Inflation [D8+F5+G1+G2+G3]					
G5	Inflation Segment for True-Up Period 2 [(G4*C4)-G4]					
G6	Headend Upgrade Segment For True-Up Period 2 [Wks 6]					
G7	External Costs Segment For True-Up Period 2 [Wks 7]					
G8	True-Up Segment For True-Up Period 2					
G9	Max Perm Rate for True-Up Period 2 [G4+G5+G6+G7+G8]					

Module H: True-Up Adjustment Calculation

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Adjustment For True-Up Period 1						
H1	Revenue From Period 1	\$22,140				
H2	Revenue From Max Permitted Rate for Period 1	\$20,967				
H3	True-Up Period 1 Adjustment [H2-H1]	(\$1,174)				
H4	Interest on Period 1 Adjustment	(\$66)				
Adjustment For True-Up Period 2						
H5	Revenue From Period 2 Eligible for Interest					
H6	Revenue From Max Perm Rate for Period 2 Eligible For Interest					
H7	Period 2 Adjustment Eligible For Interest [H6-H5]					
H8	Interest on Period 2 Adjustment (See instructions for formula)					
H9	Revenue From Period 2 Ineligible for Interest					
H10	Revenue From Max Perm Rate for Period 2 Ineligible for Interest					
H11	Period 2 Adjustment Ineligible For Interest [H10-H9]					
Total True-Up Adjustment						
H12	Previous Remaining True-Up Adjustment					
H13	Total True-Up Adjustment [H3+H4+H7+H8+H11+H12]	(\$1,239,774)				
H14	Amount of True-Up Claimed For This Projected Period	(\$1,239,774)				
H15	Remaining True-Up Adjustment [H13-H14]	\$0.0000				

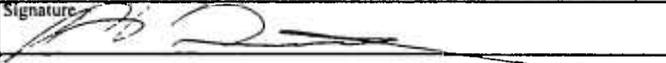
**Part III: Projected Period
Module I: New Maximum Permitted Rate**

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
I1	Caps Method Segment For Projected Period [Wks 2]					
I2	Markup Method Segment For Projected Period [Wks 3]					
I3	Chan Mvmt Deletn Segment For Projected Period [Wks 4/5]					
I4	Proj Period Rate Eligible For Inflation [D8+F5+G5+I1+I2+I3+Wks L3]	\$9,2827				
I5	Inflation Segment for Projected Period [(I4*C5)-I4]	\$0,1058				
I6	Headend Upgrade Segment For Projected Period [Wks 6]					
I7	External Costs Segment For Projected Period [Wks 7]	\$0,9303				
I8	True-Up Segment For Projected Period	(\$0,4531)				
I9	Max Permitted Rate for Projected Period [I4+I5+I6+I7+I8+Wks L8+Wks M5]	\$9,8656				
I10	Operator Selected Rate For Projected Period	\$9,8411				

Certification Statement

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND/OR IMPRISONMENT (U.S. CODE TITLE 18, SECTION 1001), AND/OR FORFEITURE (U.S. CODE, TITLE 47, SECTION 503).

I certify that the statements made in this form are true and correct to the best of my knowledge and belief, and are made in good faith.

Signature 	Date 10/1/98
Name and Title of Person Completing this Form: David Kreiman - Dir finance	
Telephone number (716) 756-1225	Fax Number (716) 756-1675

Worksheet 1 - True-Up Period Inflation

For instructions, see Appendix A of Instructions For FCC Form 1240

Line	Period	FCC Inflation Factor
101	Month 1	2.70%
102	Month 2	2.70%
103	Month 3	2.70%
104	Month 4	1.77%
105	Month 5	1.77%
106	Month 6	1.77%
107	Month 7	1.43%
108	Month 8	1.43%
109	Month 9	1.43%
110	Month 10	1.43%
111	Month 11	1.43%
112	Month 12	1.43%
113	Average Inflation Factor for True-Up Period 1	1.0183
114	Month 13	
115	Month 14	
116	Month 15	
117	Month 16	
118	Month 17	
119	Month 18	
120	Month 19	
121	Month 20	
122	Month 21	
123	Month 22	
124	Month 23	
125	Month 24	
126	Average Inflation Factor for True-Up Period 2	

Worksheet 7 - External Costs True-Up Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
X	
	12

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$550				
702	Retransmission Consent Fees For Period	\$0				
703	Copyright Fees For Period	\$444				
704	External Costs Eligible For 7.5% Markup	\$994				
705	Marked Up External Costs	\$1,068				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00				
707	Franchise Related Costs For Period	\$0.00				
708	Commission Regulatory Fees For Period	\$0.00				
709	Total External Costs For Period	\$1,068.2123				
710	Monthly, Per-Subscriber External Costs For Period	\$0.5014				
Period 2						
External Costs Eligible for Markup						
711	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period					
712	Retransmission Consent Fees For Period					
713	Copyright Fees For Period					
714	External Costs Eligible For 7.5% Markup					
715	Marked Up External Costs					
External Costs Not Eligible for Markup						
716	Cable Specific Taxes For Period					
717	Franchise Related Costs For Period					
718	Commission Regulatory Fees For Period					
719	Total External Costs For Period					
720	Monthly, Per-Subscriber External Costs For Period					

Worksheet 7 - External Costs Projected Period

For instructions, see Appendix A of Instructions For FCC Form 1240

True-Up Period	Projected Period
	X
12	

Question 1. For which time period are you filling out this worksheet? [Put an "X" in the appropriate box.]

Question 2. How long is the first period, in months, for which rates are being set with this worksheet?

Question 3. How long is the second period, in months, for which rates are being set with this worksheet?

Line	Line Description	Basic	Tier 2	Tier 3	Tier 4	Tier 5
Period 1						
External Costs Eligible for Markup						
701	Cost of Programming For Channels Added Prior to 5/15/94 or After 5/15/94 Using Markup Method For Period	\$1,495.99	\$0.00			
702	Retransmission Consent Fees For Period	\$0.00	\$0.00			
703	Copyright Fees For Period	\$871.63	\$0.00			
704	External Costs Eligible For 7.5% Markup	\$2,367.62				
705	Marked Up External Costs	\$2,545.1946				
External Costs Not Eligible for Markup						
706	Cable Specific Taxes For Period	\$0.00	\$0.00			
707	Franchise Related Costs For Period	\$0.00	\$0.00			
708	Commission Regulatory Fees For Period	\$0.00	\$0.00			
709	Total External Costs For Period	\$2,545.1946				
710	Monthly, Per-Subscriber External Costs For Period	\$0.9303				

Worksheet 8 - True-Up Rate Charged

For instructions, see Appendix A of Instructions For FCC Form 1240

Question 1. How long is the True-Up Period 1, in months?

12

Question 2. How long is the True-Up Period 2, in months?

Line	Line Description	a Basic	b Tier 2	c Tier 3	d Tier 4	e Tier 5
801	Month 1	\$10.3913				
802	Month 2	\$10.3913				
803	Month 3	\$10.3913				
804	Month 4	\$10.3913				
805	Month 5	\$10.3913				
806	Month 6	\$10.3913				
807	Month 7	\$10.3913				
808	Month 8	\$10.3913				
809	Month 9	\$10.3913				
810	Month 10	\$10.3913				
811	Month 11	\$10.3913				
812	Month 12	\$10.3913				
813	Period 1 Average Rate	\$10.3913				

814	Month 13					
815	Month 14					
816	Month 15					
817	Month 16					
818	Month 17					
819	Month 18					
820	Month 19					
821	Month 20					
822	Month 21					
823	Month 22					
824	Month 23					
825	Month 24					
826	Period 2 Average Rate					

Medina Headend

1998 Lineup

2	WGRZ	Basic
3	WNED	Basic
4	WIVB	Basic
5	WYNO	Basic
6	WUTV	Basic
7	WKBW	Basic
8	WROC	Basic
9	WNEQ	Basic
10	WHEC	Basic
11	WXXI	Basic
12	WUHF	Basic
13	WOKR	Basic
14	TBS	Basic
15	WPIX	Basic
16	CSPAN	Basic
17	Sneak Prevue	Basic
18	MSNBC	Basic
19	Home Shopping Network	Basic
20	Gov't/Public Access	Basic
21	Prevue Guide	Basic
22	QVC	Basic
23	EWTN	Basic
24	TNT	NPT
25	Discovery	NPT
26	ESPN 2	NPT
27	CNN	NPT
28	ESPN	Tier
29	A&E	Tier
30	Headline News	NPT
31	MOVIE CHANNEL	Pay

32	HBO	Pay
33	SHOWTIME	Pay
34	CINEMAX	Pay
35	DISNEY CHANNEL	Pay
36	FAMILY	Tier
37	NASHVILLE	Tier
38	LIFETIME	Tier
39	MSG	Tier
40	USA	Tier
41	MTV	Tier
42	COMEDY	Tier
43	CNBC	Tier
44	THE WEATHER CHANNEL	Tier
45	COURT	Tier
46	E! Television	Tier
47	Empire Sports	Tier
48	VH1	Tier
49	AMC	Tier
50	NICKELODEON	Tier
51	ANIMAL PLANET	Tier
52	SCI FI CHANNEL	Tier
53	BRAVO	Tier
54	LEARNING CHANNEL	Tier
58	CARTOON	Tier
59	FOX NEWS	Tier
61	Video Hotline 1	PPV
63	Playboy	PPV
64	Video Hotline 2	PPV
65	Adultvision/Video Hotline 3	PPV
69	TURNER CLASSIC MOVIES	Tier