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March 31, 2014

14th Modification

Illinois Commerce Commission
Chief Clerk Elizabeth Rolando
527 East Capitol Avenue
Springfield, Illinois 62701

Re: Docket 14-0100, MCC Illinois LLC
Notice of Modification of Cable Service Area (Village of Thomson, Illinois)

Dear Ms. Rolando:

Please find attached an original and one copy of a Notice of Modification of Cable Service Area filed by MCC Illinois LLC ("Mediacom") pursuant to Section 401(g) of the Cable and Video Competition Law of 2007 (220 ILCS 5/21-100, et seq.) modifying the cable service area footprint described in Mediacom's Application for State-Issued Authorization to Provide Cable Service in Docket 14-0100 to include the Village of Thomson. Also included is an additional copy of this letter, which we ask that you please date-stamp and return. Mediacom has, concurrent with the filing of this notice, delivered a copy of this notice and associated application to the Village President of the Village of Thomson.

Should there be any questions regarding this notice, please contact the undersigned.

Sincerely,

Craig A. Gilley
Counsel for Mediacom

ILLINOIS COMMERCE COMMISSION
2014 APR -2 P 1:48
CHIEF CLERK'S OFFICE

cc: Bruce Gluckman, Esq.

AM 31944676.1

STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

MCC Illinois LLC	)	
	)	
Application for State-Issued Authorization to Provide Cable Service Pursuant to Section 401 of the Cable and Video Competition Law of 2007	)))	**Docket No. 14-0100**

NOTICE OF MODIFICATION OF CABLE SERVICE AREA

1. Pursuant to Section 401(g) of the Cable and Video Competition Law of 2007, as amended (the "Law") (220 ILCS 5/21-401(g)), MCC Illinois LLC ("Mediacom" or "Applicant") hereby notifies the Illinois Commerce Commission (the "Commission") of a modification of the cable service area footprint described in Mediacom's Application for State-Issued Authorization to Provide Cable Service ("Application") in the above-captioned docket that was granted on March 5, 2014.

2. In the Application, Mediacom described the service area footprint as the City of Aledo. (Application p.1). With this Notice, Mediacom is modifying that service area footprint to include the Village of Thomson (the "Modified Service Area Footprint"). Attached as Exhibit 1 is a list of the local units of government that comprise the Modified Service Area Footprint, accounting for all modifications subsequent to March 5, 2014, including the Village of Thomson.

3. Concurrent with the filing of this Notice, Mediacom has served the Village of Thomson with a copy of this Notice and the Application.

4. Mediacom is an "incumbent cable operator," within the meaning of Section 21-201(m) of the Law (220 ILCS 5/21-201(m)) with respect to the Village of Thomson, as it

provides cable or video services under a franchise agreement with the Village of Thomson that expired on March 7, 2013, and is eligible to seek this state-issued authority pursuant to Section 301(b) of the Law (220 ILCS 5/21-301(b)).

5. Under procedures established in Section 626 of federal Communications Act of 1934, 47 U.S.C. § 546, a cable operator is authorized to continue to operate in a municipality past the expiration date of a cable franchise, up until such point as the municipality requests a formal renewal franchise proposal from the operator, conducts a formal administrative hearing to evaluate a cable operator's proposal for a new franchise, and either rejects or accepts the cable operator's proposal. Mediacom properly invoked the statutory procedures of Section 626 with respect to the Village of Thomson, and to date, the Village of Thomson has not taken the next step and requested a formal franchise renewal proposal from Mediacom. Accordingly, Mediacom remains authorized by federal law to continue to provide service in the Village of Thomson despite the expiration of the franchise agreement. Mediacom is here applying for a state-issued authorization pursuant to 220 ILCS 5/21-301(b), which states that "[u]pon expiration of its current franchise agreement, an incumbent cable operator may obtain State authorization from the Commission pursuant to this Article."

6. As shown below and in the attached Affidavit, Applicant satisfies the requirements of Section 401(b)(4) of the Law (220 ILCS 5/21-401(b)(4)) and, therefore, is eligible to obtain a State-issued authorization for the Modified Service Area Footprint.

7. Mediacom will continue to offer cable service in the Village of Thomson, which is the area covered by the franchise agreement noted in ¶ 4 above, "at the same levels required by the local franchising authorities for the local unit of government on June 30, 2007." (220 ILCS 5/21-401(b)(4)). Mediacom is the long-standing incumbent cable operator

serving the Village of Thomson, and consistent with its franchise obligations, its cable system/network is fully constructed. On June 30, 2007, Mediacom's franchise with the Village of Thomson required Mediacom to provide cable service to all residences within the boundaries of the Village of Thomson where at least 15 residences within 1320 cable-bearing strand feet from the trunk or distribution cable to be extended request service.

8. Biographical information for key personnel responsible for managing Mediacom's local cable service operations and network in the Village of Thomson is attached as Exhibit 2.

9. The United States Census Bureau's most recent estimate of the number of low income households, as defined in Section 201(p) of the Law (220 ILCS 5/21-201(p)), located within the Village of Thomson is 94 or 39%. (220 ILCS 5/21-401(b)(4)). The total number of low income households in the Modified Service Area Footprint indicated in Exhibit 1 is 37,990 or 38%.

10. With respect to the Modified Service Area Footprint, Mediacom will begin to operate pursuant to the State-Issued Authorization granted it on March 5, 2014 effective the date of this Notice.

11. Under Section 401(g) of the Law, the Commission "is not required or authorized to act" upon this Notice. (220 ILCS 5/21-401(g)).

Sincerely,

Craig A. Gilley
Ari Z. Moskowitz
Counsel for Mediacom
Edwards Wildman Palmer LLP
1255 23rd Street, NW
Eighth Floor
Washington, DC 20037
(202) 939-7900

CERTIFICATE OF SERVICE

The undersigned certifies that a copy of the public version of this Notice and associated Application has concurrently been delivered by first class mail to the Village of Thomson.

Sincerely,

Craig A. Gilley
Ari Z. Moskowitz
Counsel for Mediacom
Edwards Wildman Palmer LLP
1255 23rd Street, NW
Eighth Floor
Washington, DC 20037
(202) 939-7900

STATE OF ILLINOIS
ILLINOIS COMMERCE COMMISSION

MCC Illinois LLC	)	
	)	
Application for State-Issued Authorization to Provide Cable Service Pursuant to Section 401 of the Cable and Cable Competition Law of 2007	)))	**Docket No. 14-0100**

AFFIDAVIT OF BRUCE GLUCKMAN

I, Bruce Gluckman, being placed under affirmation, solemnly, sincerely, and truly declare and affirm the following:

1. I am currently Group Vice President – Legal and Regulatory Affairs, and an officer of MCC Illinois LLC ("Applicant" or "Mediacom"). As Group Vice President I oversee Mediacom's regulatory, government and external affairs in Illinois. Mediacom is the nation's eighth largest cable company based on the number of customers who purchase one or more video services, also known as video customers. Mediacom is among the leading cable operators focused on serving the smaller cities in the United States, with a significant customer concentration in the Midwestern and Southeastern regions. As of December 31, 2012, Mediacom's cable systems passed an estimated 2.79 million homes, primarily in the states of Iowa, Illinois, Georgia, Minnesota and Missouri, and served approximately 1,000,000 video customers, 915,000 high-speed data ("HSD") customers and 356,000 phone customers.

2. The purpose of my Affidavit is to provide support for Mediacom's Notice of Modification of Cable Service Area (the "Notice") filed pursuant to Section 401(g) of the

Cable and Video Competition Law of 2007 (the "Law"). (220 ILCS 5/21-401(g)).

3. This Affidavit and supporting Exhibits provide the affirmations and information required by Section 401(b)(4) of the Law (220 ILCS 5/21- 401(b)).

4. I have knowledge of the facts stated in this Affidavit and accompanying supporting Exhibits 1 and 2. I am competent to testify to them and I have authority to make this Affidavit on behalf of and to bind Mediacom.

5. On March 5, 2014, Mediacom's Application for State-Issued Authorization to Provide Cable Service ("Application") was granted, with respect to the Service Area Footprint identified as the City of Aledo.

6. With the Notice, Mediacom is now modifying the Service Area Footprint to include the Village of Thomson. Exhibit 1 to the Notice identifies the local units of government that comprise the Modified Service Area Footprint accounting for all modifications subsequent to March 5, 2014, including the Village of Thomson.

7. Exhibit 2 lists biographical information for key personnel responsible for managing Mediacom's local cable service operations and network in the Village of Thomson.

8. For purposes of this Notice, Mediacom is an "incumbent cable operator," within the meaning of Section 201(m) of the Law (220 ILCS 5/21-201(m)) with respect to the Village of Thomson and is eligible to seek State-issued authorization pursuant to 301(b) of the Law (220 ILCS 5/21-301(b)). Consistent with its franchise obligations as the long-standing incumbent cable operator serving the Village of Thomson, Mediacom's cable system/network is fully constructed and Mediacom will continue to offer cable service in the Village of Thomson, "at the same levels required by the local franchising authorities for the local unit of government on June 30, 2007." (220 ILCS 5/21-401(b)(4)). On June 30, 2007, Mediacom's franchise with the Village

of Thomson required Mediacom to provide cable service to all residences within the boundaries of the Village of Thomson where at least 15 residences within 1320 cable-bearing strand feet from the trunk or distribution cable to be extended request service.

9. The United States Census Bureau's most recent estimate of the number of low income households, as defined in Section 201(p) of the Law (220 ILCS 5/21-201(p)), located within the Village of Thomson is 94 or 39%. (220 ILCS 5/21-401(b)(4)). The total number of low income households in the Modified Service Area is 37,990 or 38%.

10. With respect to the Modified Service Area Footprint, Mediacom will begin to operate pursuant to the State-Issued Authorization granted it on March 5, 2014 effective the date of the Notice.

11. Concurrently with the filing of the Notice, Mediacom has served the Village of Thomson with a copy of the Notice and Application.

I solemnly, sincerely, and truly declare and affirm that all of the foregoing statements and representations made in this Affidavit and accompanying Exhibit are true and correct.

Bruce Gluckman
Group Vice President – Legal and Regulatory Affairs

Subscribed and sworn to before me
this 20th day of March, 2014

NOTARY PUBLIC: Jenna M. Guarino

My Commission Expires: 03/28/2015
State of New York, County of Orange

Jenna M. Guarino
Notary Public in State of New York
Qualifed in Orange County
Reg. No. 02GU6237733
My Commission Expires: 3/28/2015

AM 30226641.1

EXHIBIT 1
Modified Service Area Footprint

Local Unit of Government	Low Income Households	Level of service required by the local franchising authority on June 30, 2007
City of Aledo	554 or 37%	The boundaries of the City of Aledo only where technically feasible and at least 15 residences within a quarter mile from the trunk or distribution cable which Mediacom would extend request service.
Village of Coal Valley	308 or 22%	The boundaries of the Village of Coal Valley where there are at least 35 residences within one cable mile from the trunk or distribution cable to be extended.
Village of Milan	1065 or 46%	The boundaries of the Village of Milan where there are at least 35 residences within one cable mile from the trunk or distribution cable to be extended upon request.
City of East Moline	3631 or 42%	The boundaries of the City of East Moline where there are at least 35 residences within one cable mile from the trunk or distribution cable to be extended.
Village of Lyndon	118 or 44%	The boundaries of the Village of Lyndon where there are at least 10 residences within 1320 cable-bearing strand feet from the portion of the trunk or distribution cable to be extended.
City of Moline	6297 or 35%	The boundaries of the City of Moline where there are at least 35 residences within one cable mile from the trunk or distribution cable to be extended.
Village of Stockton	390 or 45%	The boundaries of the Village of Stockton either within 200 feet of an existing cable terminal point or where there is an average of twenty dwelling units.
Jo Daviess County	3213 or 33%	The unincorporated areas of Jo Daviess County where there are at least thirty occupied dwellings units within a cable mile from the existing system.
Carroll County	2366 or 35%	The unincorporated areas of Carroll County where there are at least 15 residences within 1320 cable-bearing strand feet from the trunk or distribution cable to be extended.
Village of Davis Junction	167 or 19%	The boundaries of the Village of Davis Junction.

Local Unit of Government	Low Income Households	Level of service required by the local franchising authority on June 30, 2007
Village of Davis	74 or 26%	The boundaries of the Village of Davis where there are at least 40 homes per cable mile.
Village of Elizabeth	146 or 47%	The boundaries of the Village of Elizabeth consistent with the local cable ordinance.
City of Hamilton	305 or 27%	The boundaries of the City of Hamilton where there are at least 10 residences within 1320 cable-bearing strand feet from the portion of the trunk or distribution cable to be extended.
Village of Shannon	161 or 42%	The boundaries of the Village of Shannon where there are at least eight homes per quarter cable mile from the last node or terminating amplifier.
Stephenson County	7806 or 40%	The unincorporated areas of Stephenson County where there are at least 45 homes per cable mile.
Village of Thomson	94 or 39%	The boundaries of the Village of Thomson where at least 15 residences within 1320 cable-bearing strand feet from the trunk or distribution cable to be extended request service.
Village of Warren	254 or 37%	The boundaries of the Village of Warren consistent with the local cable ordinance.
Williamson County	11442 or 43%	The unincorporated areas of Williamson County where there are at least twenty homes per mile from the existing system.
Village of Winnebago	153 or 14%	The boundaries of the Village of Winnebago except where impracticable, technically infeasible, or economically non-compensatory.
Total	**37,990 or 38%**	

EXHIBIT 2
Key Personnel

The following Mediacom management personnel are responsible for Mediacom's operations and network serving the Village of Thomson:

Todd Curtis
Regional Vice President
26 years of experience in the cable industry with growing responsibilities from installation technician, service technician, chief technician, systems manager, construction project manager, technical operations manager, area operations manager, senior director of field operations, and regional vice president.

Richard Schwab
Director, Area Operations
22 years of experience in the Cable/Telecommunications industry with a Master of Business Administration. Positions ranging from field installation to corporate strategies.

Matthew Bennett
Technical Operations Manager
22 years of experience in the cable industry, Started contracting multi unit and satellite installation. Past and present positions with Mediacom include, Installer, Installer Technician, Service Technician, Lead Technician, Technical Operations Supervisor and Technical Operations Manager.

Kage Murphy
Technical Operations Supervisor
8 years of experience in the cable industry. Past and present positions include, Installer, Installer Technician, Service Technician, and present Technical Operations Supervisor.