

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re)	Chapter 11 Cases
)	
Adelphia Communications Corporation, <u>et al.</u> ,)	Case No. 02-41729 (REG)
)	
Reorganized Debtors.)	Jointly Administered
)	

NINETEENTH POST-CONFIRMATION STATUS REPORT

This Nineteenth Post-Confirmation Status Report is filed in accordance with the Post Confirmation Order and Notice, dated February 13, 2007 (the “Effective Date”), in connection with the cases of the above-captioned reorganized debtors (collectively, the “Debtors”). Since the filing of the Eighteenth Post-Confirmation Status Report on July 15, 2011 for Adelphia Communications Corporation and Certain of its Affiliated Debtors, describing the Debtors’ progress subsequent to the confirmation of the First Modified Fifth Amended Joint Chapter 11 Plan for Adelphia Communications Corporation and Certain of its Affiliated Debtors, dated as of January 3, 2007, as Confirmed (the “Plan”),¹ for each of the Debtors other than the JV Debtors² by the order dated January 5, 2007 (the “Confirmation Order”), the Debtors, as reorganized pursuant to the Plan, have taken the following steps, among others, in connection with consummation of the Plan.

- Continued settlement efforts on the remaining twenty Disputed Claims yet to be resolved.³
- The order approving the Settlement Funding Agreement with D&O Insurers and other D&O Policy Insured was entered by the Bankruptcy Court on August 23, 2011. The settlement provides for Adelphia to pay \$6,062,500 to the opt-out plaintiffs within ten business days after the date of final settlement pursuant to approval by the United States District Court Southern District of New York (USDC SDNY). The order was approved and entered by the USDC SDNY on September 21, 2011, subject to a thirty day appeals period.

¹ Capitalized terms used but not defined have the meanings ascribed to such terms in the Plan.

² The JV Debtors are comprised of the following legal entities: Century-TCI California, L.P.; Century-TCI California Communications, L.P.; Century-TCI Distribution Company, LLC; Century-TCI Holdings, LLC; Parnassos Communications, L.P.; Parnassos Distribution Company I, LLC; Parnassos Distribution Company II, LLC; Parnassos, L.P.; Parnassos Holdings, LLC; Western NY Cablevision, L.P. The Third Modified Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code for the Century-TCI Debtors and Parnassos Debtors, dated as of June 28, 2006, was confirmed by order dated June 29, 2006.

³ This estimated total excludes certain 510(b) claims.

- Completed distributions of \$3.3 million for resolved LIF claims and \$0.5 million for remaining bank principal and interest claims during the quarter. The total remaining cash balances for future potential bank principal and interest and LIF distributions amount to \$0.1 million and \$5.2 million respectively at September 30, 2011.
- In the matter of Horizon Communications, Inc. vs. Georgetown Oaks Apartments, LLC and Adelpia Consolidation, LLC, Civil Action No. 04-CI-515, Scott Circuit Court, Civil Branch, First Division of the Commonwealth of Kentucky, the court granted in full the Summary Judgment Motion in favor of Adelpia Consolidation, LLC on August 30, 2011. Horizon Communications, Inc. did not file an appeal relating to the summary judgment by the required deadline of September 29, 2011 thus resolving this matter with no claim against Adelpia.
- Continued efforts regarding recovery of funds for the benefit of the Estate such as tax refunds, unclaimed property and uncashed and undeliverable distributions.
- Executed IT outsourcing agreement which will allow Adelpia to vacate certain facilities and decommission all of its remaining servers. The outsourcing will be completed by December 31, 2011 and will result in reduced lease, licensing and IT maintenance costs for Adelpia starting in the first quarter of 2012.
- Executed lease extension for one year through December 31, 2012 reducing Adelpia leased office space to approximately six thousand square feet effective on January 1, 2012. The sales process for excess furniture and equipment as a result of the consolidation will be completed in the fourth quarter of 2011.
- Completed Adelpia Recovery Trust (the “ART”) related work in the third quarter including: the annual update and approval of the ART policies and procedures, the annual update of the ART budget, the completion of the ART quarterly review and the filing of the ART 10-Q.
- Resolved with certain ART defendants to move existing real-time accessible electronic case material to a lower cost storage environment saving the estate approximately \$0.25 million annually. The migration to the new environment was completed on September 30, 2011.
- Recovered \$0.5 million of cash collateral from Mutual Indemnity Ltd.
- Renewed Adelpia general liability, umbrella, property and other miscellaneous insurance coverage for one year at reduced premium costs. The existing policies will expire in August 2012.
- Completed ongoing administrative support related to Adelpia’s remaining Brazilian cable interests. This includes the filing of certain United States, state and federal tax returns, supporting the filing of certain foreign tax returns and the completion of certain financial statements.

- The following activity has occurred since June 30, 2011 and through September 30, 2011:

	<u>Cash</u>
Balance at June 30, 2011	\$ 64,066,267
Additions ^(a)	506,115
Investment Income	4,317
Net Plan Disbursements ^(b)	(3,561,695)
Operating Costs ^(c)	<u>(2,265,964)</u>
Balance at September 30, 2011	<u>\$ 58,749,040</u>

(a) Additions include the receipt of a \$0.5 million Mutual Indemnity Ltd collateral refund and other miscellaneous items.

(b) Net plan disbursements include \$3.3 million of JV LIF settlements, \$0.5 million of Bank principal and interest payments and \$0.2 million net tax refunds.

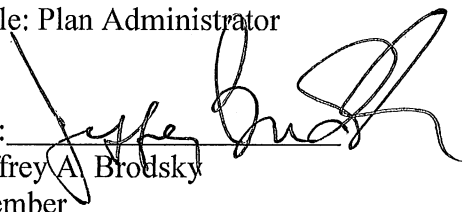
(c) Operating costs include professional expenses of \$1.1 million, payroll and payroll benefits of \$0.9 million, contract labor of \$0.1 million and other operating expenses of \$0.2 million.

The remaining assets held in reserve are detailed in Exhibit A.

Annexed to this report as Exhibit B is an updated chart summarizing the distribution of cash and shares of TWC common stock made to classes of Claims. This chart reflects all distributions made through September 30, 2011. The chart does not reflect (i) the distributions of CVV units or distributions on account of such units from the Adelpia Recovery Trust and (ii) additional distributions that may be made after September 30, 2011 as a result of the release of escrows, reserves and holdbacks pursuant to the Plan.

Dated: October 14, 2011

Adelpia Communications Corporation
By: Quest Turnaround Advisors, LLC
Title: Plan Administrator

By: 
Jeffrey A. Brodsky
Member

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Denver, CO 80237
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Exhibit A**Summary of Remaining Cash Held in Reserve**

	6/30/2011	9/30/2011	Status
	(\$ in millions)	(\$ in millions)	
JV LIF	\$ 8.5	\$ 5.2	Distributed \$3.3 million upon the resolution of disputes between the Adelpia Recovery Trust and the claimants.
Bank Claims	0.5	0.1	Reserve for Bank Claims.
Estate Operations	28.1	25.9	
Director Idemnity Claims Reserve	22.5	22.5	Settlement was approved (see 2nd bullet on page 1) and becomes non-appealable on October 21, 2011.
Tax Reserves	1.4	1.6	Reserves for open tax years.
Remaining Assets	1.9	2.4	Cash may be available for distribution to holders of ACC Allowed Claims.
Other Reserves	1.2	1.0	Miscellaneous required reserves.
Total Cash	\$ 64.1	\$ 58.7	
<u>Deferred Assets</u>			
Liquidate Remaining 25% of Brazil Cable Operations	10.0	8.5	Amount reflects the value of Adelpia's Put Option at June 30, 2011 and September 30, 2011 based on US vs Brazilian currency exchange rates at those times. The realizable value of the Estate's 25% interest will vary.
Mutual Idemnity Workers Compensation Policy and Collateral	0.8	0.3	Awaiting final clearance of workers compensation cases.
Director's Escrow	3.0	3.0	Settlement was approved (see 2nd bullet on page 1) and becomes non-appealable on October 21, 2011.
Tow Insurance Recovery	21.7	21.6	Proceeds due on the last to die of named individuals net of note payable to the Adelpia Recovery Trust.
Total Cash and Deferred Assets	\$ 99.6	\$ 92.1	

