

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
	)	

**SECOND POST-CONFIRMATION STATUS REPORT**

This 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 First Post-Confirmation Status Report on April 16, 2007 (the "First Report") 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"),<sup>1</sup> for each of the Debtors other than the JV Debtors<sup>2</sup> 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.

- Calculated the new Deemed Value of the shares of TWC Class A Common Stock subject to the True-Up Holdback and distributed those shares in accordance with the Plan and Plan Administrator Agreement.
- Distributed an additional \$182.6 million in principal and interest to creditors filing compliant section 5.2(c)(v) certificates.
- Completed distributions for the first Subsequent Distribution Date in connection with Claims Allowed after the Effective Date.
- Filed the Thirteenth through Fifteenth Supplemental Claims Orders covering approximately 170 claims.
- Obtained an order granting the Seventeenth Omnibus Objection to the Allowance of Certain Claims.
- Filed the Eighteenth Omnibus Objection to the Allowance of Certain Claims.

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

<sup>2</sup> 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.

- Continued to work to resolve remaining Disputed pre-petition Claims. As of the date of this report, approximately 550 claims<sup>3</sup> remain unresolved.
- Completed the purchase price adjustment and professional fee settlement with the Buyers in connection with the sale of substantially all of the Debtors assets that was approved in June 2006.
- Completed the sale of the St. Mary's Cable property and other miscellaneous assets for \$3.0 million.
- Consolidated remaining legal entities from 257 to 63 on June 30, 2007.

The following activity has occurred since the filing of the First Report:

	<u>Cash</u>	<u>Stock</u> <sup>(a)</sup>	<u>Total</u>
Balance at 3/31/07	\$2,254,481,230	\$1,233,925,252	\$3,488,406,482
Deemed Value Adjustment <sup>(b)</sup>	0	112,649,437	112,649,437
Additions <sup>(c)</sup>	29,494,317	0	29,494,317
Interest Income	27,979,393	0	27,979,393
Plan Disbursements	(258,685,552)	(838,845,952)	(1,097,531,504)
Operating Costs <sup>(d)</sup>	<u>(20,881,903)</u>	<u>0</u>	<u>(20,881,903)</u>
Balance at 6/30/07 <sup>(e), (f)</sup>	<u>\$2,032,387,485</u>	<u>\$ 507,728,737</u>	<u>\$2,540,116,222</u>

(a) Amounts reflect the Deemed Value of the TWC Class A Common Stock of \$34.63 at March 31, 2007 and the new Deemed Value of that stock of \$37.8038 at June 30, 2007.

(b) The \$112.6 million represents the increase in TWC Class A Common Stock value due to the increase in Deemed Value during the quarter, from \$34.63 to \$37.8038.

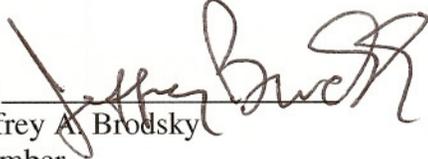
(c) Additions include receipt of \$24.3 million from the Buyers related to closing date balance sheet adjustments (\$11.1 million), reimbursement of professional fees (\$13.2 million), excess asset sales (\$3.0 million) and other miscellaneous cash receipts (\$2.2 million).

<sup>3</sup> This estimated total excludes duplicate claims, claims where substantial resolution has been achieved, claims related to pre-petition bank claims on hold until the resolution of the Bank Actions, as well as Disputed JV Debtor Claims.

- (d) Operating costs include payroll and benefits of \$5.0 million and professional expenses and other overhead costs of \$15.9 million paid by the Estate in Q2 2007. These costs include payments made for pre-Effective Date expenses.
- (e) Ending balances include amounts remaining to be distributed on account of certain Bank Claims of \$177.3 million of cash, pending receipt of qualifying section 5.2(c)(v) certificates in accordance with the Plan.
- (f) Ending balance includes cash proceeds in escrow of \$302.3 million and stock proceeds in escrow of \$232.4 million not available for distribution until final resolution of Buyers' indemnity claims.

Dated: July 16, 2007

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

By:   
Jeffrey A. Brodsky  
Member

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