CHARTER COMMUNICATIONS INC /MO/ Form 4 July 01, 2002

FORM 4

(Print or Type

[] Check box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

OMB APPROVAL

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Issuer Name and Tick	er or Trading Symbol		6. Relationship of Reporting Person(s) to issuer (Check all Applicable)						
Allen Paul G.	Charter Communicatio	ns, Inc CHTR		[X] Director [X] 10% Owner [X] Officer (give title below) [] Other (specify below)						
(Last) (First) (Middle) c/o Charter Communications, Inc.	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)	4. Statement f Month/Year			Chairman					
(Street) 12405 Powercourt Drive		5. If Amendm Date of Ori (Month/Yea	ginal)	[2	7. Individual or Joint/Group Filing (Check Applicable Line) [X] Form filed by One Reporting Person [] Form filed by More than One Reporting Person					
(City) (State) (Zip)										
(City) (State) (Zip) 1. Title of Security (Instr.		Derivative Securitie 3. Transaction Code (Instr. 8)	4. Securities Ad (A) or Disposed (Instr. 3, 4 and 5)	cquired	f, or Beneficially (5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Owned 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
	3) 2. Transaction Date (Month/ Day/	3. Transaction Code	4. Securities Ad (A) or Disposed (Instr. 3, 4	cquired	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3	6. Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership			
	3) 2. Transaction Date (Month/ Day/	3. Transaction Code (Instr. 8)	4. Securities Ad (A) or Disposed (Instr. 3, 4 and 5) (A) or	cquired d of (D)	5. Amount of Securities Beneficially Owned at End of Month (Instr. 3	6. Ownership Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership			

Class A Common Stock	6/27/02	P	165,900 A \$3.2730
Class A Common Stock	6/28/02	P	39,500 A \$3.6448
Class A Common Stock	6/28/02	P	11,700 A \$3.6812
Class A Common Stock	6/28/02	P	214,605 A \$3.8973
Class A Common Stock	6/28/02	P	66,700 A \$3.999
Class A Common Stock	6/28/02	P	91,588 A \$4.00

1. Title of Security (Instr. 3)	2. Transaction Date (Month/ Day/ Year)	3. Transact Code (Instr		4. Securities or Dispose 3, 4 and 5)			5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
		Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	6/28/02	P		36,700	A	\$4,0371			
Class A Common Stock	6/28/02	P		99,500	A	\$4.2382			
Class A Common Stock	6/28/02	P		93,756	A	\$4.2416			
Class A Common Stock	6/28/02	P		75,000	A	\$4.2367			
Class A Common Stock	6/28/02	P		144,997	A	\$4.2395			
Class A Common Stock	6/28/02	P		3,125,954	A	\$4.25	18,431,870	D	

FORM 4 (continued)

TABLE II Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transact Date (Month/	4. Transactio		5. Number of Derivative Securities Acquired (A) onor Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/ Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficiall Owned at eEnd of	Derivative	11. Nature of Indirect
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Explanation of	f Responses													
**Intentional a Violations. See 18 U.S.C.	misstatemer	its or omis		facts	consti	tute Fe	deral Crimin	al						
Note: File thre space is insuff						be mar	nually signed	. If /s/ J	/s/ JOSEPH FRANZI			_	July 1, 20	002
Potential persons who are to respond to the collection of informations in this form are not required to respond unless the form displays valid OMB Number.							ned Jose Atte	**Signature of Reporti Joseph Franzi as Attorney-in-Fact for Pa Allen pursuant to a Po		aul G.	n	Date		

**Signature of Reporting Person Joseph Franzi as Attorney-in-Fact for Paul G. Allen pursuant to a Power of Attorney filed with the Reporting Person's Schedule 13G for Pathogenesis, Inc. on August 30, 1999 and incorporated by reference herein.

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