



June 22, 2015

Lisa Cooper, Chief
Consumer Services Division
Tennessee Regulatory Authority
460 James Roberts Parkway
Nashville, TN 37243

Re: Application for Charter Communications Operating, LLC, to Amend Its State-Issued Certificate of Franchise Authority, Docket No. 08-00169

Dear Ms. Cooper:

Enclosed for filing in the above referenced docket are the original and four copies of Charter Communications Operating, LLC's ("Charter") Second Amendment to its Certificate of Franchise Authority.

Charter respectfully requests that this matter be placed on the Tennessee Regulatory Authority's next regularly scheduled Conference Agenda for consideration and approval.

Sincerely,

A handwritten signature in black ink that reads 'Nick Pavlis'.

Nick Pavlis
Director of Government Relations
Tennessee/Louisiana Operations

BEFORE THE TENNESSEE REGULATORY AUTHORITY

NASHVILLE, TENNESSEE

In the Matter of

APPLICATION OF CHARTER)	
COMMUNICATIONS OPERATING LLC)	
APPLICATION FOR A STATE-ISSUED)	DOCKET NO. 08-00169
CERTIFICATE OF FRANCHISE)	
AUTHORITY)	

**SECOND AMENDMENT TO CHARTER COMMUNICATIONS OPERATING
LLC'S CERTIFICATE OF FRANCHISE AUTHORITY**

Pursuant to the Competitive Cable and Video Services Act, Charter Communications Operating LLC ("Charter") seeks to amend its Certificate of Franchise Authority. In support of this request, Charter states as follows:

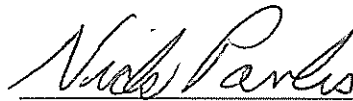
1. The Tennessee Regulatory Authority ("TRA") granted Charter a Certificate of Franchise on October 7, 2008.
2. On January 13, 2012, Charter filed its First Amendment to its Certificate of Franchise Authority, which the TRA granted on February 21, 2012.
3. Charter now seeks to amend its Certificate of Franchise Authority to assign franchises that are currently held by wholly owned Charter subsidiaries Marcus Cable Associates ("MCA"), Rifken Acquisition Partners ("RAP"), Charter Communications, LLC ("CC LLC"), HPI Acquisition Co. ("HPIAC"), and Renaissance Media, LLC ("RML"), to another wholly-owned Charter subsidiary, Interlink Communications Partners, LLC ("ICP").
4. The franchises currently held by Robin Media Group ("Robin"), and ICP will continue to be held by those entities.

5. Bluff City, currently held by Tennessee, LLC ("TN LLC"), will be assigned to ICP. All other franchises held by TN LLC will remain with TN LLC.

6. Charter has provided a copy of this Amendment to the local units of government affected by this Amendment.

7. Charter has enclosed the required fee of \$250 with this Amendment.

Respectfully Submitted,

A handwritten signature in cursive script, reading "Nick Pavlis", written in black ink.

Nick Pavlis
Charter Communications Operating, LLC