

CHARTER COMMUNICATIONS, INC. /MO/  
 Form 3  
 April 01, 2011

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Crestview Partners II GP, L.P.		(Month/Day/Year)	CHARTER COMMUNICATIONS, INC. /MO/ [CHTR]	
(Last)	(First)	(Middle)	03/22/2011	
C/O CRESTVIEW, L.L.C., Â 667			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
MADISON AVENUE				
(Street)			(Check all applicable)	
NEW YORK, Â NY Â 10065			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
				6. Individual or Joint/Group Filing(Check Applicable Line)
				<input type="checkbox"/> Form filed by One Reporting Person
				<input checked="" type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class A Common Stock (the "Common Stock")	7,800,932 <u>(1)</u> <u>(2)</u>	I <u>(1)</u>	See Footnote (1) and (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Crestview Partners II GP, L.P. C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
ENCORE II, LLC C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
CRESTVIEW PARTNERS II (TE) LP C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
CRESTVIEW PARTNERS II LP C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
CRESTVIEW OFFSHORE HOLDINGS II (CAYMAN) LP C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
Crestview Offshore Holdings II (892 Cayman), L.P. C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
CRESTVIEW OFFSHORE HOLDINGS II (FF CAYMAN) LP C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
CRESTVIEW PARTNERS II (FF) LP C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^
CRESTVIEW PARTNERS II (PF) LP C/O CRESTVIEW, L.L.C. 667 MADISON AVENUE NEW YORK, NY 10065	^	^ X	^	^

## Signatures

CRESTVIEW, L.L.C., as direct or indirect managing member or general partner of each  
Reporting Person (see Exhibit 99.1), By: /s/ Evelyn Pellicone, Title: Chief Financial Officer

03/31/2011

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) See Exhibit 99.1 for text of footnote (1)

(2) See Exhibit 99.1 for text of footnote (2)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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