

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 29, 2006

MEDIACOM COMMUNICATIONS CORPORATION  
(Exact name of Registrant as specified in its charter)

Delaware  
(State of incorporation)

0-29227  
(Commission File No.)

06-1566067  
(IRS Employer  
Identification No.)

100 Crystal Run Road  
Middletown, New York 10941  
(Address of principal executive offices)

Registrant's telephone number: (845) 695-2600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events

Mediacom Broadband LLC is a wholly-owned subsidiary of Mediacom Communications Corporation (the "Registrant"). On June 29, 2006, the operating subsidiaries of Mediacom Broadband LLC borrowed \$250.0 million (the "Delayed Term Loan Draw") under the delayed-draw term loan portion of their credit facility (the "Credit Facility"). Approximately \$176.7 million of the proceeds of the Delayed Term Loan Draw were distributed to the Registrant and were used by the Registrant on June 29, 2006 to pay the entire outstanding principal amount of the Registrant's 5.25% Convertible Senior Notes due on July 1, 2006, plus accrued and unpaid interest thereon. Approximately \$57.0 million of the proceeds of the Delayed Term Loan Draw were used on June 30, 2006 to repay amounts outstanding under the revolving credit portion of the Credit Facility. Approximately \$9.4 million of the proceeds of the Delayed Term Loan Draw were used on June 30, 2006 to make a required amortization payment on the term loan a portion of the Credit Facility. The balance of the proceeds of the Delayed Term Loan Draw will be used for the working capital purposes of Mediacom Broadband LLC and its operating subsidiaries.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: June 30, 2006

Mediacom Communications Corporation

By: /s/ Mark E. Stephan

-----  
Mark E. Stephan  
Executive Vice President and  
Chief Financial Officer