U.S. SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

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(f) of the Investment Company Act of 1940

•	Name and Addr	633 (or Reporting Ferson									
	Morris III		Willi	am 	S.							
	(Last)		(Firs		(Middle)							
			ications Corporation	, 725 Broad Street	:							
			(Stree	t)								
	Augusta		Georg.		30901							
	(City)		(Stat	e)	(Zip)							
	Date of Event	Requ	uiring Statement (Mo	nth/Day/Year)	2/9/00							
	IRS Identification Number of Reporting Person if an Entity (Voluntary)											
	Issuer Name a	ınd T	icker or Trading Sym	bol Mediacom Comm Corporation MCCC	nunications							
	Relationship	of R	eporting Person(s) to	o Issuer (Check al	ll applicable)							
	X Director		Officer (give title below	10% Owner								
	-c			(5. ()()								
			e of Original (Month									
	Individual or	Joi	nt Group Filing (Che	ck Applicable Line								
	Individual orX_ Form Fil	Joi		ck Applicable Line								
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Security (Instr. 4)	cisable and Expiration Date (Month/Day/ Year)		Underlying Derivative Security (Instr. 4)		or Exercise Price of Derivative	Form of Derivative Security: Direct (D) or In-	direct Bene- ficial Ownership (Instr. 5)
	Date Exer- cisable	Expira- tion Date	Title	Amount or Number of Shares	Security	direct (I) (Instr. 5)	
Stock Option	(2)	2/3/10 Cl	ass A Common S	tock 20,000	\$19.00	D	

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

Explanation of Responses:

- (1) Represents shares held by Morris Communications Corporation. The Reporting Person is the Chairman and Chief Executive Officer of Morris Communications and is deemed to be in control of Morris Communications.
- (2) The Reporting Person has been granted an option to purchase 20,000 shares of Class A Common Stock. The option becomes exercisable in three equal annual installments beginning February 3, 2001.

/s/ WILLIAM S. MORRIS III 2/22/00
-----**Signature of Reporting Person Date

- * If the form is filed by more than one reported 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).

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