## FORM 4 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 Addre	ss of Reporti								
	Pascarelli		John		(	à.				
	(Last)		(First)		(Mic	ldle)	-			
	c/o Mediacom ( 100 Crystal Ru		•							
			(Street)				-			
	Middletown		New York		10941	L				
	(City)		(State)		(Zip)		-			
2.	Issuer Name ar									
	Mediacom Commu									
3.	I.R.S. Identifentity (Vountage)	ication Numbe								
4.	Statement for		========	========	======	========				
	March 2002			-========						
5.	If Amendment,									
6.	Relationship (									
	[ ] Direct									
	Senior Vice Pr		keting and Co	onsumer Servi	ces					
7.	Individual or (Check App		Filing		======	:=======				
	[X] Form fi	led by One Re led by More t	eporting Pers than One Repo	son orting Person						
======		========		:=======	======					
		TABLE I -	NON-DERIVATI	IVE SECURITIES	S ACQUIF	RED, DISPOSED	OF, OR BENEFICIALLY	OWNED		
1. Title Secur (Inst		2. Trans- action Date (Month/ Day/ Year)	3. Trans- action Code (Instr.	(D) (I	r Dispos Instr. 3	sed of	Amount of Securities Bene- ficially Owned at End of Month (Instr. 3 and 4)	6. Owner ship Form: rect or Ir rect (Inst	Di- (D) di-	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price				
Class A	Common Stock	03/12/02	S	40,000	D	\$15.6063	7,000	D		

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

<sup>\*</sup>If the form is filed by more than one reporting person, SEE Instruction  $4(b)(\nu)\,.$ 

TABLE II - DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED (E.G., PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1.Title of Deri- vative Secur- ity (Instr. 3)	2.Conver- sion or Ex- ercise Price of Deri- vative Secur- ity	3.Trans- action Date (Month/ Day/ Year)	4.Trans- action Code (Instr. 8)	5.Number of Deri-vative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6.Date Exer- cisable and Expir- ation Date (Month/ Day/ Year)  Date Expir- Exer- ation cisable Date	7. Titl and Amou of U lyin Secu itie (Ins 3 an	nt Inder- g r- s	r	9.Number of Deri-vative Securities Beneficially Owned at End of Month (Instr. 4)	10.0wner- ship Form of Deri- vative Secur- ity: Direct (D) or Indirect (I) (Instr. 4)	11.Nature of Indirect Bene- ficial Owner- ship (Instr. 4)

Explanation of Responses:

/s/ John G. Pascarelli	April 8, 2002
**Signature of Reporting Person	Date

<sup>\*\*</sup> 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 provided is insufficient, SEE Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.