

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to Rules 13d-1(b), (c)
and (d) and Amendments Thereto Filed Pursuant To Rule 13d-2

Under the Securities Exchange Act of 1934
(Amendment No. 2)

Mediacom Communications Corporation
(Name of issuer)

Class A Common Stock, \$0.01 par value per share
(Title of class of securities)

58446K 10 5
(CUSIP number)

December 31, 2005
(Date of Event which requires filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this
schedule is filed:

Rule 13d-1 (b)
 Rule 13d-1 (c)
 Rule 13d-1 (d)

*The remainder of this cover page shall be filled out for a reporting person's
initial filing on this form with respect to the subject class of securities, and
for any subsequent amendment containing information which would alter the
disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed
to be "filed" for the purpose of Section 18 of the Securities Exchange Act of
1934 ("Act") or otherwise subject to the liabilities of that section of the Act,
but shall be subject to all other provisions of the Act (however, see the
Notes).

CUSIP No. 58446K 10 5

13G

Page 2 of 9 Pages

1 Name Of Reporting Persons/I.R.S. Identification Nos. of Above Persons

Morris Communications Company, LLC

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4 Citizenship or Place of Organization

Georgia

Number of Shares 5 Sole Voting Power 28,309,674 Class A Common

Beneficially

6

Shared Voting Power

0

Owned by

Each Reporting 7 Sole Dispositive Power 28,309,674 Class A Common

Person With

8

Shared Dispositive Power

0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

28,309,674 Class A Common

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions)

11 Percent of Class Represented by Amount in Row (9)

32.9%

12 Type Of Reporting Person

00

1 Name Of Reporting Persons/I.R.S. Identification Nos. of Above Persons

Shivers Investments, LLC

2 Check the Appropriate Box if a Member of a Group (a)
 (b)

3 SEC Use Only

4 Citizenship or Place of Organization

Georgia

Number of Shares 5 Sole Voting Power 28,309,674 Class A Common

Beneficially

6 Shared Voting Power 0

Owned by

Each Reporting 7 Sole Dispositive Power 28,309,674 Class A Common

Person With

8 Shared Dispositive Power 0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

28,309,674 Class A Common

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
 (See Instructions)

11 Percent of Class Represented by Amount in Row (9)

32.9%

12 Type Of Reporting Person

00

1 Name Of Reporting Persons/I.R.S. Identification Nos. of Above Persons

William S. Morris III

2 Check the Appropriate Box if a Member of a Group (a)
 (b)

3 SEC Use Only

4 Citizenship or Place of Organization

Georgia

Number of Shares 5 Sole Voting Power 28,342,674 Class A Common

Beneficially

Owned by 6 Shared Voting Power 0

Each Reporting 7 Sole Dispositive Power 28,342,674 Class A Common

Person With

8 Shared Dispositive Power 0

9 Aggregate Amount Beneficially Owned by Each Reporting Person

28,342,674 Class A Common

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
 (See Instructions)

11 Percent of Class Represented by Amount in Row (9)

33.0%

12 Type Of Reporting Person

IN

Item 1(a). Name of Issuer:

Mediacom Communications Corporation (the "Issuer")

Item 1(b). Address of Issuer's Principal Executive Offices:

The address of the Issuer's principal executive offices is 100 Crystal Run Road, Middletown, New York 10941.

Item 2(a). Name of Person Filing:

This statement is filed on behalf of Morris Communications Company, LLC (formerly Morris Communications Corporation), Shivers Investments, LLC and William S. Morris III, who along with his spouse, controls both Morris Communications Company, LLC and Shivers Investments, LLC (collectively, the "Reporting Persons").

Item 2(b). Address of Principal Business Office or, if none, Residence:

The principal place of business of the Reporting Persons is 725 Broad Street, Augusta, Georgia 30901

Item 2(c). Citizenship:

The Reporting Persons are two Georgia limited liability companies and an individual resident of the State of Georgia and United States citizen.

Item 2(d). Title of Class of Securities:

The title of the securities is Class A Common Stock (the "Class A Common Stock").

Item 2(e). CUSIP Number:

The CUSIP number of the Class A Common Stock is 58446K 10 5.

Item 3.

If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act;
- (b) Bank as defined in section 3(a)(6) of the Act;
- (c) Insurance Company as defined in section 3(a)(19) of the Act;
- (d) Investment Company registered under section 8 of the Investment Company Act of 1940;
- (e) An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan, or endowment fund in accordance with Rule 13d-1 (b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with Rule 13d-1 (b)(1)(ii)(G);
- (h) A savings association as defined in section 3(b) of the Federal Deposit Insurance Act;
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940;
- (j) Group, in accordance with Rule 13d-1 (b)(1)(ii)(J).

If this statement is filed pursuant to Rule 13d-1 (c), check this box. | |

Item 4. Ownership.

(a) Amount beneficially owned:

Morris Communications Company, LLC (formerly Morris Communications Corporation) owns no shares directly, but indirectly owns 28,309,674 shares of Class A Common Stock through ownership of its wholly owned subsidiary, Shivers Investments, LLC. Shivers Investments, LLC owns 28,309,674 shares of Class A Common Stock which it received as capital contributions from Morris Communications Company. Further, William S. Morris III has the option to acquire within 60 days of December 31, 2005 an additional 33,000 shares of Class A Common Stock. William S. Morris III controls both Morris Communications Company, LLC and Shivers Investments, LLC. Thus, Mr. Morris beneficially owns a total of 28,342,674 shares of Class A Common Stock*.

(b) Percent of class:

Morris Communications Company, LLC and Shivers Investments, LLC own 32.9% of the outstanding shares of Class A Common Stock. William S. Morris III owns 33.0% of the outstanding shares of Class A Common Stock.

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:

Shivers Investments, LLC has the sole power to vote or to direct the vote of 28,309,674 shares of Class A Common Stock. Morris Communications Company, LLC, through its ownership of Shivers Investments, LLC, has the sole power to vote or to direct the vote of the 28,309,674 shares of Class A Common Stock owned by Shivers Investments, LLC. William S. Morris III has the sole power to vote or to direct the vote of 28,342,674 shares of Class A Common Stock*, which by reason of his control of said entities, includes the 28,309,674 shares of Class A Common Stock owned directly by Shivers Investments, LLC and owned indirectly by Morris Communications Company, LLC.

(ii) shared power to vote or to direct the vote:

Not applicable.

(iii) sole power to dispose or to direct the disposition of:

Shivers Investments, LLC has the sole power to dispose or direct the disposition of 28,309,674 shares of Class A Common Stock. Morris Communications Company, LLC, through its ownership of Shivers Investments, LLC, has the sole power to dispose or direct the disposition of the 28,309,674 shares of Class A Common Stock owned by Shivers Investments, LLC. William S. Morris III has the sole power to dispose or direct the disposition of 28,342,674 shares of Class A Common Stock*, which by reason of his control of said entities, includes the 28,309,674 shares of Class A Common Stock owned directly by Shivers Investments, LLC and owned indirectly by Morris Communications Company, LLC.

(iv) shared power to dispose or to direct the disposition of:

Not applicable.

* Said amounts beneficially owned by Mr. Morris in 4(a) and which he has

the power to vote or dispose in 4(c) above do not include the following restricted stock units and shares subject of options granted to Mr. Morris: (i) 5,000 shares of Class A Common Stock that are restricted stock units that vest in two equal annual installments commencing April 25, 2006; (ii) 5,000 shares of Class A Common Stock that are restricted stock units that vest in two equal annual installments commencing March 14, 2007; (iii) an option to acquire 5,000 shares of Class A Common Stock that vested March 11, 2006; (iv) an option to acquire 10,000 shares of Class A Common Stock that vests in two equal annual installments commencing April 25, 2006; and (v) an option to acquire 10,000 shares of Class A Common Stock that vests in two equal annual installments commencing March 14, 2007.

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 29, 2006

MORRIS COMMUNICATIONS COMPANY, LLC

By: /s/ William S. Morris III

Name: William S. Morris III
Title: Chairman

SHIVERS INVESTMENTS, LLC

By: /s/ William S. Morris III

Name: William S. Morris III
Title: Chairman

/s/ William S. Morris III

William S. Morris III