FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL			
OMB Number:	3235-0287		
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$\overline{}$	Check this box if no longer subject to Section 16. Form 4
	or Form E obligations may continue Coa Instruction 1/b)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

						OI Sectio	11 30(11) 01 1116	IIIVESUIICI	it Compa	ally Act of	1940								
Name and Address of Reporting Person* <u>MERRITT DAVID C.</u>					2. Issuer Name and Ticker or Trading Symbol CHARTER COMMUNICATIONS INC /MO/. [CHTR]									Relationship of Reporting Person(s) to Issuer Check all applicable) X Director 10% Owner					
(Last) (First) (Middle) C/O CHARTER COMMUNICATIONS, INC. 12405 POWERSCOURT DRIVE						3. Date of Earliest Transaction (Month/Day/Year) 07/24/2007									ve title below)		Other (spe	ecify below)	
(Street) ST. LOUIS MO 63131 (City) (State) (Zip)				4. If Amen	4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
			T	able I -	Non-Deri	ivative Sec	curities Ad	quired,	Dispo	sed of	, or Benef	ficially Ow	ned						
1. Title of Security (Instr. 3)					2. Transacti Date (Month/Day	Execu	Execution Date,		3. Transaction 4. Secur Code (Instr. 8) 3, 4 and			(A) or Dispose	d Of (D) (Instr.	5. Amount of Securiti Beneficially Owned Fi Reported Transaction		ollowing Direct (D) or Inc			
				(MOHIII/Day	(Monti	(Month/Day/Year)		v	Amount		(A) or (D)	Price	(Instr. 3 and 4)		(iiisti. a	•)	4)		
Class A Common Stock					07/24/2	007		A		14,	254 ⁽¹⁾	Α	(2)	128	,264	64 D			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	Exercise (Month/Day/Year) ice of erivative	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac (Instr. 8)	ction Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration (Month/E	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and A Derivative Se	Amount of Sec ecurity (Instr. 3	urities Underlying and 4)	8. Price of Derivative Security 5)	ve deriv	rities ficially d wing rted	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)			opiration ate			Amount or Number of Sha	res	Trans (Instr.	action(s) . 4)			

Explanation of Responses:

- Grant of Restricted Stock (price not applicable) valued at \$65,000 on date of grant, to fully vest on anniversary date of grant.
 Grant of Restricted Stock Price Not Applicable.

Remarks:

/s/ Constance C. Kovach, Attorney-in-Fact

07/26/2007

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

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*If the form is filed by more than one reporting person, see Instruction 4 (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.

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 Number.

Know all persons by these presents, that the undersigned constitutes and appoints Hunt Sevier Brown, Laurence G. Christopher, Shannon Dunham, Thomas J. Hearity, Suza

The undersigned hereby grants to each attorney-in-fact full power and authority to perform all and every act requisite, necessary and proper to be done in the exerci

This Power of Attorney shall automatically terminate as to named attorneys-in-fact six months after the undersigned ceases to be a Section 16 Reporting Person of the

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed.

Date: April 25, 2005

By: /s/ David Merritt

Print Name: David Merritt