

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549

FORM 8-K/A

CURRENT REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): FEBRUARY 10, 2000  
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COMMISSION FILE NUMBERS:

RENAISSANCE MEDIA GROUP LLC - 333-56679  
RENAISSANCE MEDIA (TENNESSEE) LLC - 333-56679-01  
RENAISSANCE MEDIA (LOUISIANA) LLC - 333-56679-02  
RENAISSANCE MEDIA CAPITAL CORPORATION - 333-56679-03

(Exact names of Registrants as specified in their charters)

Delaware	14-1803051
Delaware	14-1801165
Delaware	14-1801164
Delaware	14-1803049
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification Numbers)

12444 Powerscourt Drive - Suite 100  
St. Louis, Missouri 63131  
(Address of principal executive offices)

(314) 965-0555  
(Registrants' telephone number including area code)

The Registrants previously filed a Current Report on Form 8-K announcing the change in their principal independent accountants. This Current Report amends that filing and includes Ernst & Young LLP's response in accordance with Item 304(a)(3) of Regulation S-K.

## ITEM 4. CHANGES IN REGISTRANTS' CERTIFYING ACCOUNTANTS.

## (a) Previous Independent Accountants.

- (i) On February 10, 2000, the Registrants dismissed Ernst & Young LLP, which served as the Registrants' principal independent accountants.
- (ii) The reports of Ernst & Young LLP on the Registrants' financial statements for the two most recent fiscal periods contained no adverse opinion or disclaimer of opinion nor were they qualified as to uncertainty, audit scope or accounting principles.
- (iii) The Registrants' Director participated in and approved the decision to change principal independent accountants. The Registrants do not have an audit committee.
- (iv) In connection with its audits for the two most recent fiscal periods and through February 10, 2000, there were no disagreements with Ernst & Young LLP on any matter of accounting principle or practice, financial statement disclosure, or auditing scope or procedure, which disagreements, if not resolved to the satisfaction of Ernst & Young LLP, would have caused Ernst & Young LLP to make reference thereto in connection with its reports on the financial statements.

## (b) New Independent Accountants.

The Registrants engaged Arthur Andersen LLP as its new principal independent accountants as of February 10, 2000. The Registrants' Director approved such engagement on February 10, 2000.

Since April 30, 1999, when the Registrants came under the control of Charter Communications Holdings, LLC (Charter Holdings), the Registrants have consulted with Arthur Andersen LLP regarding the application of the principles of purchase accounting resulting from Charter Holdings' acquisition of the Registrants. Arthur Andersen LLP provided verbal advice to the Registrants' management and did not provide a written report. Ernst & Young LLP was not consulted regarding such issues.

## ITEM 7. EXHIBITS.

The following is furnished as an exhibit to this report:

16.1 Letter from Ernst & Young LLP dated February 15, 2000.\*

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\* - filed herewith.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1934, the Registrants have duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

RENAISSANCE MEDIA GROUP LLC  
RENAISSANCE MEDIA (TENNESSEE) LLC  
RENAISSANCE MEDIA (LOUISIANA) LLC

Dated February 20, 2000

By: CHARTER COMMUNICATIONS, INC.  
-----  
its Manager

By: /s/ JERALD L. KENT  
-----  
Name: Jerald L. Kent  
Title: President, Chief Executive Officer

RENAISSANCE MEDIA CAPITAL  
CORPORATION

Dated February 20, 2000

By: /s/ JERALD L. KENT  
-----  
Name: Jerald L. Kent  
Title: President, Chief Executive Officer

By: /s/ JERALD L. KENT  
-----  
Name: Jerald L. Kent  
Title: President, Chief Executive Officer  
February 20, 2000

By: /s/ KENT D. KALKWARF  
-----  
Name: Kent D. Kalkwarf  
Title: Senior Vice President and  
Chief Financial Officer  
February 20, 2000

EXHIBIT INDEX

16.1 Letter from Ernst & Young LLP dated February 15, 2000.

EXHIBIT 16.1 TO FORM 8-K/A

February 15, 2000

Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington, DC 20549

Gentlemen:

We have read Item 4 of Form 8-K dated February 11, 2000 of Renaissance Media Group LLC, Renaissance Media (Tennessee) LLC, Renaissance (Louisiana) LLC and Renaissance Media Capital Corporation and are in agreement with the statements contained in paragraph (a) on page 2 therein. We have no basis to agree or disagree with other statements of the registrant contained therein.

/s/ Ernst & Young LLP