

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 28, 2006

MEDIACOM BROADBAND LLC
MEDIACOM BROADBAND CORPORATION
(Exact name of Registrant as specified in its charter)

Delaware	333-72440	06-1615412
Delaware	333-72440-01	06-1630167
(State of incorporation	(Commission File Nos.)	(IRS Employer
or organization)		Identification Nos.)

100 Crystal Run Road
Middletown, New York 10941
(Address of principal executive offices)

Registrants' telephone number: (845) 695-2600

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the Registrants under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01. Entry into a Material Definitive Agreement.

On September 28, 2006, Mediacom Broadband LLC and Mediacom Broadband Corporation entered into an agreement to sell to certain financial institutions an aggregate of \$300 million principal amount of 8-1/2% Senior Notes due 2015. Subject to the satisfaction of customary conditions, the sale of the Senior Notes is expected to be completed on October 5, 2006.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: October 4, 2006

Mediacom Broadband LLC

By: /s/ Mark E. Stephan

Mark E. Stephan
Executive Vice President
and Chief Financial Officer

Mediacom Broadband Corporation

By: /s/ Mark E. Stephan

Mark E. Stephan
Executive Vice President
and Chief Financial Officer