## UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

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SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No. 1)

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, 2001

(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) [x] 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).

			13G		age 2 of		
1							
	Morris Communications Company, LLC						
2		APPROPF	RIATE BOX IF A MEMBER OF A (	GROUP			(a)  _  (b)  _
3	SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Georgia						
			SOLE VOTING POWER	9,500,00			
BENEFIC: OWNED I		6	SHARED VOTING POWER		0		
EACH REP	ORTING	7	SOLE DISPOSITIVE POWER	9,500,00	00 Class	S A	Common
PERSON W	ITH						

	8	SHARED DISPOSITIVE	POWER	0
9	AGGREGATE AMOUNT	BENEFICIALLY OWNED	BY EACH REPORT	ING PERSON
	9,500,000 Class	A Common		
10	CHECK BOX IF THE CERTAIN SHARES	AGGREGATE AMOUNT I	N ROW (9) EXCLUI	DES
11	PERCENT OF CLASS	REPRESENTED BY AMO	UNT IN ROW (9)	
	10.5%			
12	TYPE OF REPORTIN	IG PERSON		
	00			

 CUSIP No. 58446K	10 5	 13G	Page 3 of 9 Pages			
1 NAME OF REPORTING PERSON S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON						
Shivers	Investm	ents, LLC				
2 CHECK TH		PRIATE BOX IF A MEMBER O	(b)  _			
3 SEC USE						
4 CITIZENS		PLACE OF ORGANIZATION				
Georgia						
NUMBER OF SHARES	5	SOLE VOTING POWER	18,809,674 Class A Common			
BENEFICIALLY	6	SHARED VOTING POWER	0			
OWNED BY	Ū					
EACH REPORTING	7	SOLE DISPOSITIVE POWER	18,809,674 Class A Common			
PERSON WITH	8	SHARED DISPOSITIVE POW	ER 0			
9 AGGREGAT	E AMOUN	T BENEFICIALLY OWNED BY I	EACH REPORTING PERSON			
18,809,674 Class A Common						
CERTAIN	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES  _					
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
20.8%						
12 TYPE OF	REPORTI	NG PERSON				
00						

CUSIP No. 58446K	10 5	13G	Page 4 of 9 Pages			
CUSIP No. 58446K 10 5 13G Page 4 of 9 Pages						
		NG PERSON				
S.S. OR	I.R.S.	IDENTIFICATION NO. OF ABOV	E PERSON			
William	S. Morr	is III				
2 CHECK TH	IE APPROI	PRIATE BOX IF A MEMBER OF	( ) 1=1			
			(b)  _			
3 SEC USE	ONLY					
4 CITIZENS		PLACE OF ORGANIZATION				
Georgia						
NUMBER OF SHARES	5		28,323,006 Class A Common			
	C C					
BENEFICIALLY	<u>^</u>		<b>2</b>			
OWNED BY	6	SHARED VOTING POWER	0			
0						
EACH REPORTING	7	SOLE DISPOSITIVE POWER	28,323,006 Class A Common			
PERSON WITH						
	8	SHARED DISPOSITIVE POWER	0			
9 AGGREGAT		RENEETCTALLY OWNED BY EA				
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
28,323,006 Class A Common Stock						
	10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES					
CERTAIN	SHARES					
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
31.3%						
12 TYPE OF REPORTING PERSON						
IN						

\_\_\_\_\_ 13G CUSIP No. 58446K 10 5 Page 5 of 9 Pages 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.

CUSIP No. 58446K	10 5	13G	Page 6 of 9 Pages

- Item 3. If this statement is filed pursuant to Rules 13d-1(b), or13d-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);

  - (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. | |

CUSIP No. 58446K 10	95	13G	Page 7 of 9 Pages

Item 4. Ownership.

(a) Amount beneficially owned:

Morris Communications Company, LLC (formerly Morris Communications Corporation) owns 9,500,000 shares of Class A Common Stock. Shivers Investments, LLC owns 18,809,674 shares of Class A Common Stock which it received as a capital contribution from Morris Communications Corporation, which at the time was the sole member of Shivers Investments, LLC. Further, William S. Morris III has the option to acquire within 60 days of December 31, 2000 an additional 13,332 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 28,323,006 shares of Class A Common Stock.

(b) Percent of class:

The Reporting Persons own 31.3% 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 18,809,674 shares of Class A Common Stock. Morris Communications Company, LLC has the sole power to vote or to direct the vote of 9,500,000 shares of Class A Common Stock. William S. Morris III has the sole power to vote or to direct the vote of 28,323,006 shares of Class A Common Stock, which by reason of his control of said entities, includes the shares of Class A Common Stock owned by Shivers Investments, LLC and 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 18,809,674 shares of Class A Common Stock. Morris Communications Company, LLC has the sole power to dispose or direct the disposition of 9,500,000 shares of Class A Common Stock. William S. Morris III has the sole power to dispose or direct the disposition of 28,323,006 shares of Class A Common Stock, which by reason of his control of said entities, includes the shares of Class A Common Stock owned by Shivers Investments, LLC and Morris Communications Company, LLC.

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

Not applicable.

CUSIP No. 58446K 10 5	13G	Page 8 of 9 Pages

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.

CUSIP No. 58446K 10 5	13G	Page 9 of 9 Pages

## 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: February 13, 2002

MORRIS COMMUNICATIONS COMPANY, LLC

By: /s/ William S. Morris III Name: William S. Morris III Title: Chief Executive Officer

SHIVERS INVESTMENTS, LLC

By: /s/ William S. Morris III Name: William S. Morris III Title: Chief Executive Officer

/s/ William S. Morris III William S. Morris III