EXHIBIT 5

ACCEPTANCE

This is to advise the Mt. Hood Cable Regulatory Commission that AT&T Broadband of Ohio, LLC, TCI Cablevision of Oregon, Inc., and TCI of Southern Washington providing services as AT&T Broadband ("AT&T Broadband") hereby acknowledge and unconditionally accept the terms and conditions of Stipulated Order 2002-01, passed by the Mt. Hood Cable Regulatory Commission on the 28th day of January, 2002, regarding establishing penalties for AT&T Broadband's failure to meet Customer Telephone Answering Standards for Third and Fourth Quarters 2001. AT&T Broadband hereby also acknowledges and agrees that it is knowingly and voluntarily waiving any rights under Section 6 of the MHCRC Rules of Procedure and under TCI-West Multnomah County Franchise Section 20; TCI-Portland Franchise Section 21; TCI-Hayden Island Section 8; and Paragon Portland and Multnomah County Franchises Section 23 to a formal hearing before the Commission or MHCRC Jurisdictions to contest these franchise violations and penalties.

_____
Signature

_____
Title

_____
Company

State of _____)
) ss
County of _____)

This Acceptance was acknowledged before me on the ____ day of _____, 2002,
by _____ as _____,
a duly authorized officer of AT&T Broadband of Ohio, LLC, and TCI Cablevision of Oregon, Inc., and TCI of Southern Washington

_____Notary Public