

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

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FILER

ML MEDIA PARTNERS LP

CIK: **785959** | IRS No.: **133221085** | State of Incorpor.: **DE** | Fiscal Year End: **1229**
Type: **8-K** | Act: **34** | File No.: **000-14871** | Film No.: **94504289**
SIC: **4833** Television broadcasting stations

Business Address
WORLD FINANCIAL CENTER
SOUTH TOWER-8TH FLOOR
NEW YORK NY 10080
2122366577

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

FORM 8-K

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

January 26, 1994

0-14871

(Date of earliest report)
Number)

(Commission File

ML MEDIA OPPORTUNITY PARTNERS, L.P.
(Exact name of registrant as specified in its charter)

New York

13-3221085

(State or other jurisdiction
of incorporation or organization)
Number)

(I.R.S. Employer
Identification

World Financial Center, South Tower, New York, New York
10080-6108

(Address of Principal Executive Offices) (Zip Code)

(212) 236-6577

(Registrant's telephone number, including area code)

Not Applicable

(Former name or former address, if changed since last report.)

Item 5. Other Events

Registrant has engaged Merrill Lynch & Co. and Daniels & Associates to act as its financial advisors in connection with a possible sale of all or a portion of Registrant's California cable systems.

The California cable systems serve approximately 132,000 basic subscribers in Anaheim and Manhattan/Hermosa Beach and surrounding areas in southern California and in Rohnert Park and Fairfield and surrounding areas in northern California.

There can be no assurances that the Registrant will be able to enter into an agreement to sell the systems on terms acceptable to the Registrant or that any such sale will be consummated. If a sale is consummated, it is expected that it would be consummated no earlier than the second half of 1994.

As an alternative to a sale, Registrant and its financial advisors may consider other strategic transactions to maximize the value of the California cable systems, such as a joint venture or an affiliation agreement with a larger multiple system operator.

SIGNATURES

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

ML MEDIA PARTNERS, L.P.

By: RP Media Management,
General Partner

By: IMP Media Management,
Inc.

Dated February 1, 1994

By:
Elizabeth McNey Yates
Vice President