SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 1)

Gray Communications Systems, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class and Securities)

389190109
(CUSIP Number of Class of Securities)

James E. McKee, Gabelli Asset Management Inc.,
One Corporate Center, Rye, NY 10580-1435 (914) 921-5294
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

October 24, 2000
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule
13G to report the acquisition that is the subject of this Schedule
13D, and is filing this schedule because of Sections 240.13d-1(e), or
240.13d-1(f) or 240.13d-1(g), check the following box []

CUSIP No. 389190109  13D

(1) NAMES OF REPORTING PERSONS
   I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
   Gabelli Funds, LLC          I.D. No. 13-4044523

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
   (a) []
   (b) []

(3) SEC USE ONLY

(4) SOURCE OF FUNDS*
   OO-Funds of investment company clients

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
    REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)
    []

(6) CITIZENSHIP OR PLACE OF ORGANIZATION
   New York

: (7) SOLE VOTING POWER
   : 150,625 (Item 5)

: (8) SHARED VOTING POWER
   : None (Item 5)

: (9) SOLE DISPOSITIVE
   : POWER
   : 150,625 (Item 5)

: (10) SHARED DISPOSITIVE
   : POWER
   : None (Item 5)
(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
150,625 (Item 5)

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES*                   

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11
2.20%

(14) TYPE OF REPORTING PERSON*  
IA

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 389190109 13D

(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
GAMCO Investors, Inc. I.D. No. 13-4044521

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
   (a) /___/  
   (b) /___/

(3) SEC USE ONLY

(4) SOURCE OF FUNDS*
   OO-Funds of investment advisory clients

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)  

(6) CITIZENSHIP OR PLACE OF ORGANIZATION
   New York

  : (7) SOLE VOTING POWER
     : 228,700 (Item 5)

  : (8) SHARED VOTING POWER
     : None

  : (9) SOLE DISPOSITIVE
     : POWER
     : 228,700 (Item 5)

  : (10) SHARED DISPOSITIVE
     : POWER
     : None

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
228,700 (Item 5)

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES*                   

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11
3.34%

(14) TYPE OF REPORTING PERSON*  
IA, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 389190109 13D

(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Gabelli Advisers, Inc. I.D. No. 13-4008049

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
   (a) /___/  
   (b) /___/
### (b) SEC USE ONLY

### (4) SOURCE OF FUNDS*

- Funds of investment company client

### (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

/__/ 

### (6) CITIZENSHIP OR PLACE OF ORGANIZATION

<table>
<thead>
<tr>
<th>Delaware</th>
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<th>(7) SOLE VOTING POWER</th>
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<td>10,000 (Item 5)</td>
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<th>(10) SHARED DISPOSITIVE POWER</th>
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<tbody>
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</table>

### (11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

| 10,000 (Item 5) |

### (12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES*

/__/ 

### (13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

| 0.15% |

### (14) TYPE OF REPORTING PERSON*

| IA, CO |

*SEE INSTRUCTIONS BEFORE FILLING OUT!

### CUSIP No. 389190109 13D

| Gabelli Performance Partnership, L.P. I.D. No. 13-3396569 |

### (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

- (a) /__/ 
- (b) /__/ 

### (3) SEC USE ONLY

### (4) SOURCE OF FUNDS*

| WC |

### (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)

/__/ 

### (6) CITIZENSHIP OR PLACE OF ORGANIZATION

| New York |

<table>
<thead>
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<table>
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<tr>
<th>(10) SHARED DISPOSITIVE POWER</th>
</tr>
</thead>
<tbody>
<tr>
<td>None</td>
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</table>
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
30,750 (Item 5)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11
EXCLUDES CERTAIN SHARES*                         /  \\

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11
0.45%

TYPE OF REPORTING PERSON*                       PN

SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 389190109                                        13D

NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Gabelli Group Capital Partners, Inc. I.D. No. 13-3056041

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

SEC USE ONLY

SOURCE OF FUNDS*
None

CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS
REQUIRED PURSUANT TO ITEMS 2(d) or 2(e)          /  \\

CITIZENSHIP OR PLACE OF ORGANIZATION
New York

SOLE VOTING POWER
None (Item 5)

SHARED VOTING POWER
None (Item 5)

SOLE DISPOSITIVE POWER
None (Item 5)

SHARED DISPOSITIVE POWER
None (Item 5)

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
None (Item 5)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11
EXCLUDES CERTAIN SHARES*                         /  \\

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11
0.00%

TYPE OF REPORTING PERSON*                       HC, CO

SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 389190109                                        13D

NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Gabelli Asset Management Inc. I.D. No. 13-4087862

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:
(a) /\_
(b) /\_

(3) SEC USE ONLY

(4) SOURCE OF FUNDS
None

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) \_/\_

(6) CITIZENSHIP OR PLACE OF ORGANIZATION
New York

: (7) SOLE VOTING POWER
None (Item 5)

: (8) SHARED VOTING POWER
None

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

: (9) SOLE DISPOSITIVE POWER
None (Item 5)

: (10) SHARED DISPOSITIVE POWER
None

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
None (Item 5)

(12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES \_/\_

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11
0.09%

(14) TYPE OF REPORTING PERSON
HC, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 389190109 13D

(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Marc J. Gabelli

(2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) /\_

(b) /\_

(3) SEC USE ONLY

(4) SOURCE OF FUNDS
None

(5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) \_/\_

(6) CITIZENSHIP OR PLACE OF ORGANIZATION
USA

: (7) SOLE VOTING POWER
None (Item 5)

: (8) SHARED VOTING POWER
None

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

: (9) SOLE DISPOSITIVE POWER
None (Item 5)
Item 1. Security and Issuer
This Amendment No. 1 to Schedule 13D on the Class A
Common Stock of Gray Communications Systems (the "Issuer") is being
filed on behalf of the undersigned to amend the Schedule 13D, as
amended (the "Schedule 13D") which was originally filed on October
10, 2000. Unless otherwise indicated, all capitalized terms used
Item 2.  Identity and Background

This statement is being filed by Mario J. Gabelli ("Mario Gabelli"), Marc J. Gabelli ("Marc Gabelli") and various entities which either one directly or indirectly controls or for which either one acts as chief investment officer. These entities, except for Lynch Corporation ("Lynch"), Spinnaker Industries, Incorporated ("Spinnaker"), Western New Mexico Telephone Company ("Western New Mexico"), Entoleter, Inc. ("Entoleter"), Lynch Telecommunications Corporation ("Lynch Telecom"), Lynch Telephone Corporation ("Lynch Telephone"), Lynch Interactive Corporation ("Interactive"), Brighton Communications Corporation ("Brighton") and Inter-Community Telephone Company ("Inter-Community") (collectively, "Lynch and its affiliates"), engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, as broker/dealer and as general partner of various private investment partnerships. Certain of these entities may also make investments for their own accounts.

The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13G or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: Gabelli Group Capital Partners, Inc. ("Gabelli Partners"), Gabelli Asset Management Inc. ("GAMI"), Gabelli Funds, LLC ("Gabelli Funds"), GAMCO Investors, Inc. ("GAMCO"), Gabelli Securities, Inc. ("GSI"), Gabelli & Company, Inc. ("Gabelli & Company"), Gabelli Performance Partnership L.P. ("GPP"), GLI, Inc. ("GLI"), Gabelli Associates Fund ("Gabelli Associates"), Gabelli Associates Limited ("GAL"), Gabelli & Company, Inc. Profit Sharing Plan (the "Plan"), Gabelli International Limited ("GIL"), Gabelli International II Limited ("GIL II"), Gabelli International Gold Fund Limited ("GIGFL"), ALCE Partners, L.P. ("ALCE"), Gabelli Multimedia Partners, L.P. ("Multimedia Partners"), MJG Associates, Inc. ("MJG Associates"), Gemini Capital Management Ltd. ("Gemini"), Gabelli Fund, LDC ("LDC"), Gabelli Foundation, Inc. ("Foundation"), Gabelli Global Partners, Ltd. ("GPP Ltd."), Gabelli Global Partners, L.P. ("GGP L.P."), Gabelli European Partners, Ltd. ("GEP Ltd."), Mario Gabelli, Marc Gabelli, Lynch, Spinnaker, Western New Mexico, Entoleter, Lynch Telecom, Lynch Telephone and Inter-Community. Those of the foregoing persons signing this Schedule 13D are hereafter referred to as the "Reporting Persons".

Gabelli Partners makes investments for its own account and is the parent company of GAMI. GAMI, a public company listed on the New York Stock Exchange, is the parent company for a variety of companies engaged in the securities business, each of which is named below.

GAMCO, a wholly-owned subsidiary of GAMI, is an investment adviser registered under the Investment Advisers Act of 1940, as amended ("Advisers Act"). GAMCO is an investment manager providing discretionary managed account services for employee benefit plans, private investors, endowments, foundations and others.

GSI, a majority-owned subsidiary of GAMI, acts as a general partner or investment manager to limited partnerships and offshore investment companies and as a part of its business regularly purchases and sells securities for its own account. It is the immediate parent of Gabelli & Company.

GSI, a wholly-owned subsidiary of GSI, is a broker-dealer registered under the Securities Exchange Act of 1934, as amended ("1934 Act"), which as a part of its business regularly purchases and sells securities for its own account.

ALCE, wholly-owned subsidiary of GSI, is a corporation which currently has no active operations.

Gabelli Associates is a New York limited partnership
whose primary business purpose is risk arbitrage investments. GSI and Mario Gabelli are the general partners of Gabelli Associates. 

GAL is a corporation whose primary business purpose is risk arbitrage investments. Shares of GAL's common stock are offered to persons who are neither citizens nor residents of the United States and may be offered to a limited number of U.S. investors. GSI is the investment manager of GAL.


Gabelli Advisers, Inc. ("Gabelli Advisers"), a subsidiary of GAM, is an investment adviser which provides discretionary advisory services to The Gabelli Westwood Mighty Mitesm Fund.

The Plan, a qualified employee profit sharing plan, covers substantially all employees of GAM and its affiliates.

GPP is a limited partnership whose primary business purpose is investing in securities. MJG Associates provides services to GPP, and Mario Gabelli is the general partner and a portfolio manager for GPP.

GIL is a corporation whose primary business purpose is investing in a portfolio of equity securities and securities convertible into, or exchangeable for, equity securities in order to achieve its investment objective of significant long-term growth of capital. Shares of GIL's common stock are offered to persons who are neither citizens nor residents of the United States and may be offered to a limited number of U.S. investors. MJG Associates is the Investment Manager of GIL. Mario Gabelli is a portfolio manager for GIL and Chairman of the Board of Directors of GIL.

GIL II is a corporation whose business purpose is investing primarily in a portfolio of equity securities and securities convertible into, or exchangeable for, equity securities in order to achieve its investment objective of significant long-term growth of capital. Shares of GIL II's common stock are offered to persons who are neither citizens nor residents of the United States and may be offered to a limited number of U.S. investors. MJG Associates is the Investment Manager of GIL II. Mario Gabelli is a portfolio manager and Chairman of the Board of Directors of GIL II.

ALCE is an investment limited partnership that seeks long-term capital appreciation primarily through investments in public and private equity securities. GSI is a general partner of ALCE.

Multimedia Partners is an investment limited partnership whose objective is to provide long-term capital appreciation by investing primarily in public and private multimedia communications companies. MJG Associates is the general partner of Multimedia Partners.

GGP L.P. is a partnership whose primary business purpose is investing in securities on a global basis. Gabelli Securities, Inc. and Gemini Capital Management, LLC are the general partners of GGP L.P. and Marc Gabelli is a portfolio manager for GGP L.P.

GGP Ltd. is a corporation whose primary business purpose is investing in securities on a global basis. Gabelli Securities International Limited and Gemini Capital Management, LLC are the investment advisors of GGP Ltd. and Marc Gabelli is the portfolio manager for GGP Ltd.

GEP Ltd. is a corporation whose primary business purpose is investing in securities of European companies. Gabelli Securities International Limited is the investment advisor of GEP Ltd. and Marc Gabelli is a portfolio manager for GEP Ltd.

LDC is a corporation whose business purpose is investing primarily in a portfolio of equity securities and securities convertible into, or exchangeable for, equity securities in order to achieve its investment objective of significant long-term growth of capital. Interests are offered to insurance companies which do not conduct any business in the United States and which are licensed where they do business. MJG Associates is the Investment Manager of LDC. Mario Gabelli is a portfolio manager for LDC.

MJG Associates provides advisory services to private investment partnerships and offshore funds. Mario Gabelli is the sole shareholder, director and employee of MJG Associates.
Gemini is a corporation whose primary business purpose is to provide advisory services to offshore funds. Marc Gabelli is the President and Chief Investment Officer of Gemini.

The Foundation is a private foundation. Mario Gabelli is the President, a Trustee and the Investment Manager of the Foundation.

Lynch is a public company traded on the American Stock Exchange engaged in manufacturing. Spinnaker, a subsidiary of Lynch, is also a public company and its stock is traded on the NASDAQ National Market. Spinnaker is a manufacturing firm with major subsidiaries in specialty adhesive-backed materials. Interactive is a public company listed on the American Stock Exchange. It is a holding company whose principal subsidiary is Brighton. Brighton is a 100% owned subsidiary of Interactive. Brighton is a holding company with subsidiaries in multimedia and services businesses. Western New Mexico, a subsidiary of Brighton, provides telephone services in a service area in Southwestern New Mexico. Inter-Community, which is also a subsidiary of Brighton, provides local telephone services in an area 40 miles west of Fargo, North Dakota. Lynch and Interactive actively pursue new business ventures and acquisitions.

Mario J. Gabelli is a director, Chairman of the Board and Chief Executive Officer and a substantial shareholder of Lynch and Interactive.

Mario Gabelli is the majority stockholder and Chairman of the Board of Directors and Chief Executive Officer of Gabelli Partners and GAMI, and the Chief Investment Officer for each of the Reporting Persons which are entities other than Gemini. Gabelli Partners is the majority shareholder of GAMI. GAMI, in turn, is the sole stockholder of GSI and the largest shareholder of Gabelli Advisers. Gabelli & Company is a wholly-owned subsidiary of GSI. GLI is a wholly-owned subsidiary of GSI. Marc Gabelli is the major stockholder of Gemini.

The Reporting Persons do not admit that they constitute a group.

Gabelli Partners, GAMI, GAMCO, Gabelli & Company and GLI are New York corporations and GSI and Gabelli Advisers are Delaware corporations each having its principal business office at One Corporate Center, Rye, New York 10580. Gabelli Funds is a New York limited liability company having its principal business office at One Corporate Center, Rye, New York 10580. GPP is a New York limited partnership having its principal business office at 401 Theodore Fremd Ave., Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 401 Theodore Fremd Ave., Rye, New York 10580. Gabelli Associates is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580. Alce and Multimedia Partners are Delaware limited partnerships each having its principal business office at One Corporate Center, Rye, New York 10580. GAL and GLI are corporations organized under the laws of the British Virgin Islands having its principal business office at c/o Fortis Fund Services (Cayman) Limited, Grand Pavilion, Commercial Centre, 802 West Bay Road, Grand Cayman, British West Indies. GGP Ltd. and GEP Ltd. are corporations organized under the laws of the Cayman Islands each having its principal business office at c/o Goldman Sachs (Cayman) Trust, Limited, Harbour Centre, 2nd Floor, North Church Street, Grand Cayman, British West Indies. GLI II is a corporation organized under the laws of the British Virgin Islands having its principal business office at c/o Coutts & Company (Cayman) Limited, West Bay Road, Grand Cayman, British West Indies. Gemini is a Bermuda corporation having its principal business office at c/o Appleby, Spurling & Kempe, Cedar House, 41 Cedar Avenue, Hamilton HM12, Bermuda. LDC is a corporation organized under the laws of the Cayman Islands each having its principal place of business at Goldman Sachs (Cayman) Trust, Limited, Harbour Center, 2nd Floor, North Church Street, Grand Cayman, British West Indies. Lynch is an Indiana corporation having its principal business office at 401 Theodore Fremd Avenue, Rye, NY 10580. Spinnaker is a Delaware corporation having its principal business office at 251 Welton Street, Hamden, CT 06511. Lynch and its affiliates make investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and are not engaged in the business of investing, reinvesting, or trading in securities. Interactive and Brighton are Delaware corporations each having its principal place of business at 401 Theodore Fremd Avenue, Rye, NY 10580.

For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the
foregoing entities and other related persons (collectively, "Covered Persons"), reference is made to Schedule I annexed hereto and incorporated herein by reference.

(f) - Reference is made to Schedule I hereto.

Item 3. Source and Amount of Funds or Other Consideration
Item 3 to Schedule 13D is amended, in pertinent part, as follows:

The Reporting Persons used an aggregate of approximately $838,820 to purchase the additional Securities reported as beneficially owned in Item 5 below since the most recent filing on Schedule 13D. GAMCO and Gabelli Advisors used approximately $493,476 and $99,813, respectively, of funds that were provided through the accounts of certain of their investment advisory clients (and, in the case of some of such accounts at GAMCO, may be through borrowings from client margin accounts) in order to purchase the additional Securities for such clients. GPP used approximately $335,531 of the investment funds of the partnership to purchase the additional Securities reported by it.

Item 5. Interest In Securities Of The Issuer
Item 5 to Schedule 13D is amended, in pertinent part, as follows:

(a) The aggregate number and percentage of Securities to which this Schedule 13D relates is 420,075 shares, representing 6.14% of the 6,848,467 shares outstanding as reported as being outstanding in the Issuer's most recently filed Form 10-Q for the quarter ended June 30, 2000. The Reporting Persons beneficially own those Securities as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Shares of Common Stock</th>
<th>% of Common</th>
</tr>
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<tbody>
<tr>
<td>Gabelli Funds:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>As Principal</td>
<td>0</td>
<td>0.00%</td>
</tr>
<tr>
<td>As Agent</td>
<td>150,625</td>
<td>2.20%</td>
</tr>
<tr>
<td>GAMCO:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>As Principal</td>
<td>0</td>
<td>0.00%</td>
</tr>
<tr>
<td>As Agent</td>
<td>228,700</td>
<td>3.34%</td>
</tr>
<tr>
<td>GPP</td>
<td>30,750</td>
<td>0.45%</td>
</tr>
<tr>
<td>Gabelli Advisers</td>
<td>10,000</td>
<td>0.15%</td>
</tr>
<tr>
<td>Marc Gabelli</td>
<td>0</td>
<td>0.00%</td>
</tr>
<tr>
<td>Mario Gabelli</td>
<td>0</td>
<td>0.00%</td>
</tr>
</tbody>
</table>

Mario Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Marc Gabelli. GAMI and Gabelli Funds are deemed to have beneficial ownership of the Securities owned beneficially by each the foregoing persons other than Mario Gabelli and Marc Gabelli.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, either for its own benefit or for the benefit of its investment clients or its partners, as the case may be, except that (i) Gabelli Funds has sole dispositive and voting power with respect to the shares of the Issuer held by the Funds so long as the aggregate voting interest of all joint filers does not exceed 25% of their total voting interest in the Issuer and, in that event, the Proxy Voting Committee of each Fund shall respectively
vote that Fund's shares, (ii) at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such fund under special circumstances such as regulatory considerations, and (iii) the power of Mario Gabelli, Marc Gabelli, GAMI and Gabelli Partners is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(c) Information with respect to all transactions in the Securities which were effected during the past sixty days or since the most recent filing on Schedule 13D, whichever is less, by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.

(e) Not applicable.

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: October 25, 2000
Schedule I

Information with Respect to Executive Officers and Directors of the Undersigned

Schedule I to Schedule 13D is amended, in pertinent part, as follows:

The following sets forth as to each of the executive officers and directors of the undersigned: his name; his business address; and his present principal occupation or employment and the name, principal business and address of any corporation or other organization in which such employment is conducted. Unless otherwise specified, the principal employer of each such individual is Gabelli Group Capital Partners, Inc., Gabelli Asset Management Inc., Gabelli Funds, LLC, Gabelli & Company, Inc., or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) of this Schedule 13D.
Gabelli Group Capital Partners, Inc.

Directors:

Mario J. Gabelli*

Richard B. Black  Vice Chairman and Director of Oak Technology, Inc.; Chairman of ECRM; Director of The Morgan Group, Inc.; General Partner of KBA Partners, Parker Plaza 400 Kelby Street, Fort Lee, NJ 07029

Charles C. Baum  Chairman, Director and Chief Executive Officer of The Morgan Group, Inc.; Secretary & Treasurer of United Holdings Co., Inc. 2545 Wilkens Avenue Baltimore, MD  21223

Dr. Eamon M. Kelly  Professor Payson Center for International Development Technology Transfer Tulane University 300 Hebert Hall 6823 St. Charles Avenue New Orleans, LA  70118

Arnold M. Reichman  Chief Executive Officer Outercurve Technologies 689 Greenwich Street New York, NY 10014

Marc J. Gabelli  Managing Director

Matthew R. Gabelli  Vice President-Trading Gabelli & Company One Corporate Center Rye, New York 10580

Officers:

Mario J. Gabelli  Chairman, Chief Executive Officer and Chief Investment Officer

* Mr. Gabelli is the Chief Executive Officer and Chief Investment Officer of Gabelli Group Capital Partners, Inc., Gabelli Asset Management Inc. and GAMCO Investors, Inc.; Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC; Chairman and Chief Executive Officer of Lynch Interactive Corporation; Chairman of Lynch Corporation.
Robert S. Zuccaro  Vice President and Chief Financial Officer

James E. McKee  Vice President, General Counsel and Secretary

Gabelli Asset Management Inc.

Directors:

Raymond C. Avansino, Jr.  Chairman
E.L. Wiegand Foundation
165 West Liberty Street
Reno, NV 89501

Mario J. Gabelli  See above

Paul B. Guenther  Chairman
New York Philharmonic
10 Lincoln Center Plaza
New York, NY 10023

John C. Ferrara  Chief Financial Officer
Space.Com
120 West 45th Street
New York, New York 10036

Dr. Eamon M. Kelly  See above

Karl Otto Pohl (1)  Sal Oppenheim Jr. & Cie
Bockenheimer Landstrasse 20
D-6000 FRANKFURT AM MAIN
Germany

Officers:

Mario J. Gabelli  Chairman, Chief Executive Officer and Chief Investment Officer

Robert S. Zuccaro  Vice President and Chief Financial Officer

James E. McKee  Vice President, General Counsel and Secretary

GAMCO Investors, Inc.

Directors:

Douglas R. Jamieson
Joseph R. Rindler, Jr.
Regina M. Pitaro
F. William Scholz, II
William S. Selby

Officers:

Mario J. Gabelli  Chief Executive Officer and Chief Investment Officer

Joseph R. Rindler, Jr.  Chairman

Douglas R. Jamieson  Executive Vice President and Chief Operating Officer

Robert S. Zuccaro  Vice President and Chief Financial Officer

James E. McKee  Vice President, General Counsel and Secretary

Peter D. Goldstein  Deputy General Counsel and Assistant Secretary

Gabelli Funds, LLC

Officers:
Mario J. Gabelli              Chief Investment Officer
Bruce N. Alpert              Executive Vice President and
                            Chief Operating Officer
Gus Coutsouros                Vice President and Chief Financial
                            Officer
James E. McKee                Secretary

Gabelli Advisers, Inc.
Directors:
  Bruce N. Alpert
  John D. Gabelli
  Joseph R. Rindler, Jr.
Officers:
  Bruce N. Alpert               Chief Operating Officer
  James E. McKee                Secretary

Gabelli Securities, Inc.
Directors:
  Robert W. Blake               President of W.R. Blake
                                 & Sons, Inc.
                                 196-20 Northern Boulevard
                                 Flushing, NY  11358
  Douglas G. DeVivo             General Partner of ALCE
                                 Partners, L.P.
                                 One First Street, Suite 16
                                 Los Altos, CA  94022
  Joseph R. Rindler, Jr.        See above

Officers:
  Robert S. Zuccaro             Vice President-Finance
  James E. McKee                Secretary

Gabelli & Company, Inc.
Directors:
  James G. Webster, III         Chairman & Interim President
  Irene Smolicz                 Senior Trader
                                 Gabelli & Company, Inc.
  Robert S. Zuccaro             See above

Officers:
  James G. Webster, III         Chairman & Interim President
  Bruce N. Alpert               Vice President-Mutual Funds
  Walter K. Walsh               Compliance Officer
  James E. McKee                Secretary

GLI, Inc.
Directors:
  Mario J. Gabelli              See above-Gabelli Group Capital
                                 Partners, Inc.
Officers:
  Mario J. Gabelli              Chairman and Chief Investment
Gabelli Associates Limited

Directors:

Mario J. Gabelli  See above-Gabelli Group Capital Partners, Inc.

MeesPierson Management (Cayman) Limited  Grand Pavillion, Commercial Centre 802 West Bay Rd. Grand Cayman, British West Indies

MeesPierson Nominees (Cayman) Limited  Grand Pavillion, Commercial Centre 802 West Bay Rd. Grand Cayman, British West Indies

Officers:

Mario J. Gabelli  Chief Investment Officer

Kevin Bromley (2)  Vice President, Treasurer and Assistant Secretary

Sandra Wright (2)  Secretary and Assistant Treasurer

Gabelli International Limited

Directors:

Mario J. Gabelli  See above-Gabelli Group Capital Partners, Inc.

MeesPierson Management (Cayman) Limited  Grand Pavillion, Commercial Centre 802 West Bay Rd. Grand Cayman, British West Indies

MeesPierson Nominees (Cayman) Limited  Grand Pavillion, Commercial Centre 802 West Bay Rd. Grand Cayman, British West Indies

Gemini Capital Management Ltd.

Directors:

Marc J. Gabelli  See above-Gabelli Group Capital Partners, Inc.

Michael A. Salatto  Controller, Gabelli Securities, Inc.

Michael J. Burns (3)  Appleby, Spurling & Kempe Cedar House 41 Cedar Avenue Hamilton, HM12 Bermuda

Douglas Molyneux (3)  Appleby, Spurling & Kempe Cedar House 41 Cedar Avenue Hamilton, HM12 Bermuda

Gabelli Fund, LDC

Directors:

Johann S. Wong (4)  c/o Tremont (Bermuda) Limited Tremont House 4 Park Road Hamilton HM 11, Bermuda
Peter D. Anderson (5)         Givens Hall Bank & Trust
Genesis Building
P.O. Box 2097
Grand Cayman, Cayman Islands
BW13459498141

Karl Otto Pohl                See above
Anthonie C. van Ekris         See below

Gabelli Global Partners, Ltd.

Directors:

Marc J. Gabelli               See above
Patrick Salvisberg (6)        Vice President
Institutional Capital Markets
Bear Stearns International Ltd.
Marco Sampelligrini (7)       Trader, Gabelli Securities, Inc.
Antonie Van Ekris             See below

Gabelli European Partners, Ltd.

Directors:

Marc J. Gabelli               See above
Patrick Salvisberg (6)        See above
Marco Sampelligrini (7)       See above
Antonie Van Ekris             See below

Lynch Corporation
401 Theodore Fremd Avenue
Rye, NY 10580

Directors:

Mario J. Gabelli              See above-Gabelli Group Capital
Partners, Inc.
E. Val Cerutti                Business Consultant
Cerutti Consultants
227 McLain Street
Mount Kisco, NY 10540

Ralph R. Papitto              Chairman of the Board
AFC Cable Systems, Inc.
50 Kennedy Plaza
Suite 1250
Providence, RI 02903

Avrum Gray                    GBar Limited Partnership
440 South LaSalle, Suite 2900
Chicago, IL 60605

Louis A. Guzzetti             President and Chief Executive Officer

Robert E. Dolan               See below

Officers:

Mario J. Gabelli              Chairman
Louis A. Guzzetti             President and Chief Executive
Officer
George E. Fuehrer Vice President-Business Development
Roger T. Dexter Controller
Robert A. Hurwich Vice President-Administration, Secretary and General Counsel

Lynch Interactive Corporation
401 Theodore Fremd Avenue
Rye, NY 10580

Directors:
Paul J. Evanson President
Florida Light & Power Co.
P.O. Box 14000
700 Universe Blvd.
Juno Beach, FL 33408

Mario J. Gabelli See above-Gabelli Group Capital Partners, Inc.

Ralph R. Papitto Chairman of the Board
AFC Cable Systems, Inc.
50 Kennedy Plaza
Suite 1200
Providence, RI 02903

Salvatore Muoio Principal
S. Muoio & Co., LLC
Suite 406
509 Madison Ave.
New York, NY 10022

John C. Ferrara See above

David C. Mitchell Business Consultant
c/o Lynch Corporation
401 Theodore Fremd Ave.
Rye, NY 10580

Vincent S. Tese Lawyer, Investment Adviser and Cable Television Executive
c/o Bear Stearns & Company, Inc.
245 Park Avenue, 19th Floor
New York, NY 10167

Officers:
Mario J. Gabelli Chairman and Chief Executive Officer
Robert E. Dolan Chief Financial Officer
Robert A. Hurwich Vice President-Administration, Secretary and General Counsel

Brighton Communications Corporation
401 Theodore Fremd Ave
Rye, NY 10580

Directors:
Robert E. Dolan See above-Lynch Interactive Corporation
Robert A. Hurwich See above-Lynch Interactive Corporation

Officers:
Robert E. Dolan President, Controller, Treasurer and Assistant Secretary
Robert A. Hurwich Secretary and Assistant Treasurer
Spinnaker Industries, Inc.
600 N. Pearl Street
Suite 2160
Dallas, TX 75201

Directors:

Joseph P. Rhein
5003 Central Avenue
Ocean City, NJ 08226

Richard J. Boyle
The Boyle Group, Inc.
6110 Blue Circle Drive
Suite 250
Minnetonka, MN 55343

Ned N. Fleming, III
Boyle, Fleming, & Co., Inc.
600 N. Pearl Street
Suite 2160
Dallas, TX 75201

Anthonie C. van Ekris
Chairman and Chief Executive Officer
Balmac International, Inc.
61 Broadway
Suite 1000
New York, NY 10006

Mario J. Gabelli
See above-Gabelli Group Capital Partners, Inc.

E. Val Cerutti
See above-Lynch Corporation

Louis A. Guzzetti
See above-Lynch Corporation

Ralph R. Papitto
See above-Lynch Corporation

Officers:

Ned N. Fleming, III
President

Richard J. Boyle
Office of the Chairman

Mario J. Gabelli
Office of the Chairman

Louis A. Guzzetti
Office of the Chairman

Perry J. Schiller
Vice President, Finance & Controller

Robert A. Hurwich
Secretary

Entoleter, Inc.
251 Welton Street
Hamden, CT 06517

Directors:

Ned N. Fleming, III
See above-Spinnaker

Robert P. Wentzel
See above-Entoleter

Richard J. Boyle
See above-Spinnaker

Louis A. Guzzetti
See above-Lynch Corporation

Officers:

Robert P. Wentzel
President

Charles DeMarino
Controller & Secretary

Robert A. Hurwich
Assistant Secretary

Western New Mexico Telephone Company
Directors:

Jack W. Keen                  Chairman and President
Dr. Brian E. Gordon           Vice President
Mary Beth Baxter              Secretary & Treasurer
John Clay Keen                Route 6
Box 270
Greenville, TX 75401

Robert E. Dolan               See above-Lynch Corporation
Robert A. Hurwich             See above-Lynch Corporation
Carmine Ceraolo               See above-Lynch Corporation
Mary J. Carroll               See above-Lynch Corporation
Eugene P. Connell             See above-Lynch Corporation

Officers:

Jack W. Keen                  Chairman and President
Dr. Brian E. Gordon           Vice President
Charles M. Baxter             Sr. Vice President-Operations
Mary Beth Baxter              Secretary & Treasurer
Robert A. Hurwich             Assistant Treasurer and Assistant Secretary

Inter-Community Telephone Company, L.L.C.
P.O. Box A
Nome, ND 58062

Managers:

Carole Rau                    Executive Assistant
Lynch Corporation
401 Theodore Fremd Ave.
Rye, NY 10580

Mary J. Carroll               See above-Lynch Corporation
Robert E. Dolan               See above-Lynch Corporation
Robert A. Hurwich             See above-Lynch Corporation
Carmine Ceraolo               Assistant Controller
Lynch Corporation
401 Theodore Fremd Ave.
Rye, NY 10580

Robert Snyder                 200 Broadway South
Buffalo, ND 58011

Keith S. Andersen             See above-Inter-Community Telephone Company

Robert Reff                   See above-Inter-Community Telephone Company

Jack Bently                   1210 E. Washington Ave
Gilbert, AZ 85234

Officers:

Robert Snyder                 President
Keith S. Andersen             Secretary and Treasurer
Robert A. Hurwich             Assistant Secretary
Central Scott Telephone Company
125 North Second Street
Eldridge, Iowa 52748

Directors:

Mary J. Carroll                      See above-Lynch Interactive Corporation
Robert E. Dolan                     See above-Lynch Interactive Corporation
W. Norman Harvey                   President
Edgar H. Holden                     Chairman
Robert A. Hurwich                  See above-Lynch Interactive Corporation
Ned Mohr                          c/o Central Scott Telephone Company
Eugene Morris                    c/o Central Scott Telephone Company
Christopher Porter            c/o Central Scott Telephone Company
Carole L. Rau                     See above-Lynch Interactive Corporation

Officers:

Edgar H. Holden                  Chairman
W. Norman Harvey                President
Robert E. Dolan                 Vice President & Assistant Treasurer
Julie Andersen                  Treasurer & Assistant Secretary
Robert A. Hurwich               Secretary
Kent Dau                        Controller

Lynch Telephone Corporation
401 Theodore Fremd Avenue
Rye, NY 10580

Directors:

Robert E. Dolan                     See above-Lynch Interactive Corporation
Jack W. Keen                         See above-Western New Mexico Telephone Company
Robert A. Hurwich                   See above-Lynch Interactive Corporation

Officers:

Jack W. Keen                         President
Robert A. Hurwich                  Secretary
Mary Beth Baxter                    Treasurer and Assistant Secretary
Robert E. Dolan                   Vice President and Controller

Lynch Telephone Corporation III
401 Theodore Fremd Avenue
Rye, NY 10580

Directors:
Delores A. Deitrick          c/o Lynch Telephone Corporation
III
Robert A. Hurwich          See above-Lynch Interactive Corporation
Robert E. Dolan           See above-Lynch Interactive Corporation
Richard J. Kiesling       Chairman
Mary J. Carroll           See above-Lynch Interactive Corporation

Officers:

Richard J. Kiesling       Chairman
Robert E. Dolan           President, Treasurer and Controller
Robert A. Hurwich         Secretary & Assistant Treasurer

(1) Citizen of Germany
(2) Citizen of the Cayman Islands
(3) Citizen of Bermuda
(4) Citizen of Bermuda and Canada
(5) Citizen of the UK
(6) Citizen of Switzerland
(7) Citizen of Italy
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(1) Unless otherwise indicated, all transactions were effected on the NYSE.

(2) Price excludes commission.