SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 26)

GRAY COMMUNICATIONS SYSTEMS, INC.
(Name of Issuer)

Class B Common Stock No Par Value
(Title of Class of Securities)

389190208
(CUSIP Number)

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

February 1, 2002
(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), 240.13d-1(f)
or 240.13d-1(g), check the following box.

CUSIP No. 389190208
1
NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Gabelli Funds, LLC
13-4044523
2

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)

(b)

SEC USE ONLY

4

SOURCE OF FUNDS (SEE INSTRUCTIONS)
00-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

NUMBER OF SHARES

SHARES

BENEFICIALLY
OWNED

BY EACH
<table>
<thead>
<tr>
<th>Reporting Person</th>
<th>With</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>7</strong>&lt;br&gt;SOLE VOTING POWER</td>
<td>810,000 (Item 5)</td>
</tr>
<tr>
<td><strong>8</strong>&lt;br&gt;SHARED VOTING POWER</td>
<td>NONE</td>
</tr>
<tr>
<td><strong>9</strong>&lt;br&gt;SOLE DISPOSITIVE POWER</td>
<td>810,000 (ITEM 5)</td>
</tr>
<tr>
<td><strong>10</strong>&lt;br&gt;SHARED DISPOSITIVE POWER</td>
<td>NONE</td>
</tr>
</tbody>
</table>

**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

<table>
<thead>
<tr>
<th>Amount</th>
<th>810,000 (ITEM 5)</th>
</tr>
</thead>
</table>

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

<table>
<thead>
<tr>
<th>Code</th>
<th>Check</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)**

<table>
<thead>
<tr>
<th>Percent</th>
<th>9.22%</th>
</tr>
</thead>
</table>

**TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)**

<table>
<thead>
<tr>
<th>IA</th>
</tr>
</thead>
</table>

**CUSIP No.** 389190208

**1 NAMES OF REPORTING PERSONS**

<table>
<thead>
<tr>
<th>I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)</th>
</tr>
</thead>
</table>

GAMCO Investors, Inc.<br>I.D. No. 13-4044521

**2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

(a)

(b)

**SEC USE ONLY**

**4 SOURCE OF FUNDS (SEE INSTRUCTIONS)**

00-Funds of investment advisory clients
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

7

SOLE VOTING POWER
1,391,451 (Item 5)

8

SHARED VOTING POWER
NONE

9

SOLE DISPOSITIVE POWER
1,449,201 (ITEM 5)

10

SHARED DISPOSITIVE POWER
NONE

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1,449,201 (ITEM 5)

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
16.50%

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IA, CO

CUSIP No. 389190208

1

NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Gabelli Performance Partnership L.P.
I.D. NO. 13-3396569

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)

(b)

SEC USE ONLY

SOURCE OF FUNDS (SEE INSTRUCTIONS)
WC

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

CITIZENSHIP OR PLACE OF ORGANIZATION
New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON

SOLE VOTING POWER
11,000 (Item 5)

SHARED VOTING POWER
NONE

SOLE DISPOSITIVE POWER
11,000 (Item 5)

SHARED DISPOSITIVE POWER
NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
11,000 (Item 5)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.13%

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

CUSIP No. 389190208

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

Gabelli International Limited
I.D. NO. Foreign Corporation

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a) 

(b) 

3 SEC USE ONLY

4 SOURCE OF FUNDS (SEE INSTRUCTIONS)

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

British Virgin Islands

NUMBER OF SHARES BENEFICIALLY OWNED

BY EACH REPORTING PERSON WITH

7 SOLE VOTING POWER 44,100 (Item 5)

8 SHARED VOTING POWER NONE

9 SOLE DISPOSITIVE POWER 44,100 (Item 5)
**SHARED DISPOSITIVE POWER**

NONE  

**AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON**

44,100  (Item 5)  

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

**PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)**

0.50%  

**TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)**

CO  

**CUSIP No. 389190208**

1 **NAMES OF REPORTING PERSONS**  

Gabelli Securities, Inc.  

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  

13-3379374  

2 **CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)**

(a)  

(b)  

3 **SEC USE ONLY**

4 **SOURCE OF FUNDS (SEE INSTRUCTIONS)**

00 - Funds of 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**

Delaware  

**NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH SOLE VOTING POWER**
13,440  (Item 5)

8

SHARED VOTING POWER
NONE

9

SOLE DISPOSITIVE POWER
13,440  (Item 5)

10

SHARED DISPOSITIVE POWER
NONE

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
13,440  (ITEM 5)

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.15%

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
HC, CO

CUSIP No. 389190208

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 (SEE INSTRUCTIONS)
(a)

(b)

3

SEC USE ONLY

4

SOURCE OF FUNDS (SEE INSTRUCTIONS)

00 - 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
Delaware

NUMBER OF
SHARES
BENEFICIALLY OWNED BY EACH REPORTING PERSON

7
SOLE VOTING POWER
30,000 (Item 5)

8
SHARED VOTING POWER
NONE

9
SOLE DISPOSITIVE POWER
30,000 (Item 5)

10
SHARED DISPOSITIVE POWER
NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

30,000 (Item 5)

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.34%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IA, CO
CUSIP No. 389190208

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 (SEE INSTRUCTIONS)
(a)

(b)

SEC USE ONLY
Source of funds (SEE INSTRUCTIONS)
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

NUMBER OF
SHARES
BENEFICIALLY
OWNED
BY EACH
REPORTING
PERSON

7
SOLE VOTING POWER
None

8
SHARED VOTING POWER
NONE

9
SOLE DISPOSITIVE POWER
NONE

10
SHARED DISPOSITIVE POWER
NONE

11
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
NONE

12

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES
(SEE INSTRUCTIONS)   X

13

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
NONE

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
   HC, CO

CUSIP No. 389190208
NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)

Gabelli Asset Management Inc.
I.D. NO. 13-4007862

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)

(b)

SEC USE ONLY

Source of funds (SEE INSTRUCTIONS)
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

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER
None

SHARED VOTING POWER
NONE

SOLE DISPOSITIVE POWER
NONE

SHARED DISPOSITIVE POWER
NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
NONE
CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)  X

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
0.00%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
HC, CO

CUSIP No. 389190208

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

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)

(b)

SEC USE ONLY

Source of funds (SEE INSTRUCTIONS)
None

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

CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

SOLE VOTING POWER
None

SHARED VOTING POWER
NONE

SOLE DISPOSITIVE POWER
NONE
SHARED DISPOSITIVE POWER
NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
NONE

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
None

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
IN

CUSIP No. 389190208

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

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)
(a)

(b)

3 SEC USE ONLY

4 Source of funds (SEE INSTRUCTIONS)
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

NUMBER OF
SHARES
BENEFICIALLY
OWNED
BY EACH
REPORTING
PERSON WITH

7 SOLE VOTING POWER
Item 1. Security and Issuer
This Amendment No. 26 to Schedule 13D on the Class B Common Stock of Gray Communications Systems, Inc. (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 September 26, 1996. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meanings as set forth in the Schedule 13D.

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. Many of these entities engage in various aspects of the securities business, including as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, and as general partner of various private investment partnerships.

The foregoing persons in the aggregate often own beneficially more than 5% of a class 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
Objective of significant long-term growth of capital. Shares of GIL II's common stock are exchangeable for equity securities in order to achieve its investment objective of substantially all employees of GAMI and its affiliates.

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.

Gabelli & Company, 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.

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

Gabelli Associates is a 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, a subsidiary of GAMI, is an investment adviser which provides discretionary advisory services to The Gabelli Westwood Mighty Mitessm Fund.

The Plan, a qualified employee profit sharing plan, covers substantially all employees of GAMI 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. GSI is a general partner of Multimedia Partners.

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

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

LDC is a corporation whose business purpose is investing primarily in a portfolio of convertible bonds 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 limited liability company whose primary business purpose is to provide advisory services to offshore funds. Marc Gabelli is the President, Chief Investment Officer and majority shareholder 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 publicly traded company engaged in manufacturing. Spinnaker, a subsidiary of Lynch, is also a publicly traded company and its stock is traded through the NASDAQ National Market. Spinnaker is a manufacturing firm with major subsidiaries in specialty adhesive-backed materials businesses. Interactive, a publicly traded company listed on the American Stock Exchange, is a holding company whose principal subsidiary is Brighton. Brighton is a holding company with subsidiaries in multimedia and services businesses. Western New Mexico, a subsidiary of Brighton, provides local telephone services in an 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 a substantial shareholder of Lynch and Interactive.

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

MJG Associates, ALCE, GAMCO, Gabelli & Company and GSI 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. GPP is a Delaware 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 GIL are corporations organized under the laws of the British Virgin Islands having their principal business office at c/o Fortis Fund Services (Cayman) Limited, Grand Pavilion, Commercial Centre, 802 West Bay Road, Grand Cayman, British West Indies. GIL 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. GAL is a Delaware limited liability company with its principal place of business at 401 Theodore Fremd Ave, Rye, New York 10580. LDC is a corporation organized under the laws of the British Virgin Islands having its principal business office at c/o Tremont (Bermuda) Limited, Tremont House, 4 Park Road, Hamilton HM II, Bermuda. The Foundation is a private foundation having its principal offices at 165 West Liberty Street, Reno, Nevada 89501. Lynch is an Indiana corporation having its principal business office 401 Theodore Fremd Ave., Rye, New York 10580. Spinnaker is a Delaware corporation having its principal business office at 251 Welton Street, Handen, CT 06251. Interactive and Brighton are Delaware corporations each having its principal place of business at 401 Theodore Fremd Ave., Rye, New York 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 $1,219,680 to purchase the additional Securities reported as beneficially owned in Item 5 below since the most recent filing on Schedule 13D. GAMCO and Gabelli Funds used approximately $962,069 and $191,861, 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. GSI used approximately $65,750 of client funds 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 of Securities to which this schedule 13D relates is 2,357,741 shares, representing 26.84% of the 8,781,524 shares outstanding as reported on the Issuer’s 10-Q for the quarter ended September 30, 2001. The Reporting Persons beneficially own those Securities as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Shares of Common Stock</th>
<th>% of Class of Common</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gabelli Funds</td>
<td>810,000</td>
<td>9.22%</td>
</tr>
<tr>
<td>GAMCO</td>
<td>1,449,201</td>
<td>16.50%</td>
</tr>
<tr>
<td>GPP</td>
<td>11,000</td>
<td>0.13%</td>
</tr>
<tr>
<td>GIL</td>
<td>44,100</td>
<td>0.50%</td>
</tr>
<tr>
<td>GSI</td>
<td>13,440</td>
<td>0.15%</td>
</tr>
<tr>
<td>Gabelli Advisers</td>
<td>30,000</td>
<td>0.34%</td>
</tr>
<tr>
<td>Mario Gabelli</td>
<td>0</td>
<td>0.00%</td>
</tr>
<tr>
<td>Marc 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 and Gemini. Mario Gabelli is deemed to have beneficial ownership of the Securities owned by Gemini. GSI is deemed to have beneficial ownership of the Securities beneficially owned by GAL, Gabelli Associates and Gabelli & Company.

MJG Associates is deemed to have beneficial ownership of the Securities beneficially owned by GPP, GIL, GIL II and LDC. GAMI and Gabelli Partners are deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons other than Mario Gabelli, Marc Gabelli, Gemini...
and the Foundation.

(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) GAMCO does not have the authority to vote 57,750 of the reported shares, (ii) 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, (iii) 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 (iv) 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: February 4, 2002

MARIO J. GABELLI
MARC J. GABELLI
GABELLI PERFORMANCE PARTNERSHIP L.P.
GABELLI INTERNATIONAL LIMITED

By:/s/ James E. McKee
James E. McKee
Attorney-in-Fact

GABELLI FUNDS, LLC
GABELLI GROUP CAPITAL PARTNERS, INC.
GABELLI ASSET MANAGEMENT INC.
GABELLI ADVISERS, INC.
GABELLI SECURITIES, INC.

By:/s/ James E. McKee
James E. McKee
Secretary

GAMCO INVESTORS, INC.

By:/s/ Douglas R. Jamieson
Douglas R. Jamieson
Executive Vice President

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; 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
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.

Richard B. Black
Vice Chairman of the Board of Directors of Oak Technology, Inc.; Chairman of ECRM; Director of The Morgan Group, Inc.; General Partner of KBA Partners

Charles C. Baum
Chairman, Director and Chief Executive Officer of The Morgan Group, Inc.; Secretary & Treasurer United Holdings Co., Inc.

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

Arnold M. Reichman
Chief Executive Officer Outercurve Technologies 609 Greenwich Street New York, NY 10014

Marc J. Gabelli
Managing Director

Matthew R. Gabelli
Vice President - Trading Gabelli & Company, Inc.

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

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
President
SPACE.com
120 West 45th Street
New York, NY 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

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.

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

Gabelli & Company, Inc.
Directors:

Robert S. Zuccaro
Vice President-Finance

James E. McKee
Secretary
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 Officer

Gabelli Associates Limited

Directors:

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

MeesPierson Management  
(Cayman) Limited

Grand Pavillion, Commercial Center  
802 West Bay Rd.  
Grand Cayman, British West Indies

MeesPierson Nominees  
(Cayman) Limited

Grand Pavillion, Commercial Center  
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
Gabelli Fund, LDC
Directors:

Johann S. Wong (4)
c/o Tremont (Bermuda) Limited
Tremont House
4 Park Road
Hamilton, HM11
Bermuda

Peter D. Anderson (5)
Givens Hall Bank & Trust
Genesis Building
P.O. Box 2097
Grand Cayman, Cayman Islands
BWI 3459498141

Karl Otto Pohl
See above

Anthonie C. van Ekris
See below

Gabelli Global Partners Master Fund, Ltd.
Directors:

Marc J. Gabelli
See above

Patrick Salvisberg (6)
Vice President
Institutional Capital Markets Bear Stearns International Ltd.

Marco Sampelligrani (7)
Trader, Gabelli Securities, Inc.

Antonie Van Ekris
See below

Gabelli European Partners Master Fund, Ltd.
Directors:

Marc J. Gabelli
See above

Patrick Salvisberg (6)
See above

Marco Sampelligrani (7)
See above

Antonie Van Ekris
See below

Lynch Corporation,
491 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

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 1250  
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  

Brighton Communications Corporation  
401 Theodore Fremd Avenue 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  

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, George & 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 1900  
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

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

Western New Mexico Telephone Company,
314 Yankee Street, Silver City, NM   88062

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

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  
Senior Vice President - Operations  

Mary Beth Baxter  
Secretary & Treasurer  

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  

Carmine P. 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  

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
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

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

Officers:

Jack W. Keen
President

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 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
(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
# SCHEDULE II

TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

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GABELLI FUNDS, LLC.

GABELLI SMALL CAP GROWTH FUND

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GABELLI GLOBAL MULTIMEDIA TRUST

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GABELLI CAPITAL ASSET FUND

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(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NYSE.

(2) PRICE EXCLUDES COMMISSION.

(*) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP.