SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 11)

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 Funds, Inc.,  
One Corporate Center, Rye, NY 10580-1434 (914) 921-5294  
(Name, Address and Telephone Number of Person Authorized  
 to Receive Notices and Communications)

December 8, 1997  
(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 which is the subject of this Schedule 13D, and is filing this Schedule because of Rule 13d-1(b)(3) or (4), check the following box:

/___/

CUSIP No. 002535201 13D

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

(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
: 310,000 (Item 5)

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

: (9) SOLE DISPOSITIVE
: POWER
: 310,000 (Item 5)
(10) SHARED DISPOSITIVE POWER

None (Item 5)

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

310,000 (Item 5)

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

/ x /

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

9.27%

(14) TYPE OF REPORTING PERSON*

HC, IA, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
CUSIP No. 002535201  13D

(1) NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
GAMCO Investors, Inc.  I.D. No. 13-2951242

(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)  / x /

(6) CITIZENSHIP OR PLACE OF ORGANIZATION
New York

| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | (7) SOLE VOTING POWER |
| : (~) SHARED VOTING POWER | : 345,900 (Item 5) |
| : (~) SOLE DISPOSITIVE POWER | : 367,900 (Item 5) |
| : (~) SHARED DISPOSITIVE POWER | : None |

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
367,900 (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
10.99%

(14) TYPE OF REPORTING PERSON*
IA, CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
CUSIP No. 002535201

(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:
   (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
   British Virgin Islands

   : (7) SOLE VOTING POWER
   : 24,600  (Item 5)
   :
   :
   :
   : (8) SHARED VOTING POWER
   : None   (Item 5)
   :
   :
   :
   : (9) SOLE DISPOSITIVE
   : POWER
   : 24,600  (Item 5)
   :
   :
   :
   : (10) SHARED DISPOSITIVE
   : POWER
   : None   (Item 5)

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   24,600   (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
   0.74%

(14) TYPE OF REPORTING PERSON*
    CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
CUSIP No. 002535201 13D

(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:

   (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)

: (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* [ x ]

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

(14) TYPE OF REPORTING PERSON*
     IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!
Item 1. Security and Issuer

This Amendment No. 11 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 meaning as set forth in the Schedule 13D.

Item 2. Identity and Background

This statement is being filed by Mario J. Gabelli ("Mr. Gabelli") and various entities which he directly or indirectly controls or for which he 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") 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 Funds, Inc. ("GFI"), 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"), Gabelli Asset Management Company International Advisory Services Ltd. ("GIASL"), Gabelli Foundation, Inc. ("Foundation"), Mr. 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".

GAMCO, a wholly-owned subsidiary of GFI, 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 in the equity area for employee benefit plans, private investors, endowments and foundations.

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 the trustee for the Gabelli-Rosenthal & Partners, L.P. Liquidating Trust.

Gabelli Associates is a New York limited partnership whose primary business purpose is risk arbitrage investments. GSI and Mr. 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 will be 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.

GSI, a majority-owned subsidiary of GFI, is a Delaware
corporation which as a part of its business regularly purchases and
sells securities for its own account. It is the immediate parent of
Gabelli & Company.

GFI is the ultimate parent company for a variety of
companies engaged in the securities business, each of which is
named above. In addition, GFI is an investment adviser registered
under the Advisers Act. GFI is an investment adviser which
presently provides discretionary managed account services for The
Gabelli Equity Trust Inc., The Gabelli Asset Fund, The Gabelli
Growth Fund, The Gabelli Convertible Securities Fund, Inc., The
Gabelli Value Fund Inc., The Gabelli Small Cap Growth Fund, The
Global Telecommunications Fund, Gabelli Gold Fund, Inc., The
Gabelli Global Multimedia Trust Inc., The Gabelli Global Convert-
ible Securities Fund, Gabelli Capital Asset Fund, Gabelli Interna-
tional Growth Fund, Inc. and The Gabelli Global Interactive Couch
Potato Fund (collectively, the "Funds"), which are registered
investment companies.

The Plan, a qualified employee profit sharing plan,
covers substantially all employees of GFI and its affiliates.
GPP, a New York limited partnership, is a limited
partnership whose primary business purpose is investing in
securities. Mr. Gabelli is the general partner and chief invest-
ment officer of 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. The investments
of GIL are managed by Mr. Gabelli who is also a director 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. The investments of GIL II are managed by Mr. Gabelli
who is also a director and Chairman of the Board of Directors of
GIL II.

ALCE is a Delaware 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 a Delaware investment limited
partnership whose objective is to provide long-term capital
appreciation by investing primarily in public and private multime-
dia communications companies. GSI is a general partner of
Multimedia Partners.

GIASL is a corporation whose primary business purpose is to
provide advisory services to offshore funds.

The Foundation is a private foundation. Mr. Gabelli is the
President, a Trustee and the Investment Manager of the Foundation.
Lynch, an Indiana corporation, is a diversified public
company traded on the American Stock Exchange. Its subsidiaries
are engaged in communications, services, and manufactured products.
Spinnaker, a Delaware subsidiary of Lynch, is also a public company
and its stock is traded through the NASDAQ System. Spinnaker is a
diversified manufacturing firm with major subsidiaries in specialty
adhesive-backed materials business. Another of Lynch's subsidiar-
ies, Western New Mexico, provides telephone services in a service
area in Southwestern New Mexico. Intra-Community, which is also a
subsidiary of Lynch, provides local telephone services in an area
40 miles west of Fargo, North Dakota. Lynch and Spinnaker
actively pursue new business ventures and acquisitions. Lynch and
its affiliates make investments in marketable securities to
preserve capital and maintain liquidity for financing their
business activities and acquisitions (not in the case of Western
New Mexico) and are not engaged in the business of investing,
reinvesting, or trading in securities. Mr. Gabelli is Chairman of
Lynch and owns beneficially 23.52% of the shares of common stock of
Lynch.

Mr. Gabelli is the majority stockholder and Chairman of
the Board of Directors and Chief Executive Officer of GFI and the
Chief Investment Officer for each of the Reporting Persons other
than GIASL. GFI, in turn, is the sole stockholder of GAMCO. GFI
is also the majority stockholder of GSI. Gabelli & Company is a
wholly-owned subsidiary of GSI. GLI is a wholly-owned subsidiary
The Reporting Persons do not admit that they constitute a group.

GFI, GAMCO, Gabelli & Company and GLI are New York corporations and GSI is a Delaware corporation, each having its principal business office at One Corporate Center, Rye, New York 10580-1434. GPP is a Delaware limited partnership having its principal business office at 8 Sound Shore Drive, Greenwich, Connecticut 06830. Gabelli Associates is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580-1434. GAL and GIL are corporations organized under the laws of the British Virgin Islands having their principal business office at c/o MeesPierson (Cayman) Limited, British American Centre, Dr. Roy’s Drive-Phase 3, George Town, Grand Cayman, British West Indies. GIL II is a corporation organized under the laws of the British Virgin Islands having their principal business office at c/o Coutts & Company (Cayman) Limited, West Bay Road, Grand Cayman, British West Indies. GIASL is a Bermuda corporation with its principal business office at c/o Appleby, Spurling & Kempe, Cedar House, 41 Cedar Avenue, Hamilton HM12, 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 at 8 Sound Shore Drive, Greenwich, CT 06830. Spinnaker is a Delaware corporation having its principal business office at 251 Welton Street, Hamden, CT 06511.

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.

(d) and (e) - On December 8, 1994, the SEC instituted and simultaneously accepted offers for the settlement of an administrative proceeding against Gabelli & Company and GAMCO. The order instituting the proceeding included a finding, which Gabelli & Company and GAMCO neither admitted nor denied, that they failed to implement and maintain policies and procedures reasonably designed to prevent the misuse of material, nonpublic information by not specifically addressing the special circumstances that arose from their affiliation with Lynch Corporation, a public company. To resolve this matter, Gabelli & Company and GAMCO agreed to cease and desist from violating Section 15(f) of the 1934 Act and Section 204A of the Advisers Act, respectively. They further agreed to each pay a civil penalty in the amount of $50,000, and to retain, and adopt the recommendations of, an independent consultant regarding their Section 15(f) and Section 204A policies and procedures.

(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:

All Reporting Persons used an aggregate of approximately $1,411,819 to purchase the additional Securities reported as beneficially owned in Item 5 below. GAMCO and GFI used approximately $1,310,119 and $101,700, 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.

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 702,500 shares, representing 21.00% of the 3,345,970 shares outstanding as reported in the Issuer’s most recently filed Form 10-Q for the quarter ended September 30, 1997. The Reporting Persons beneficially own those Securities as follows:

<table>
<thead>
<tr>
<th>Name</th>
<th>Shares of Class B Common</th>
<th>% of Class B Common</th>
</tr>
</thead>
<tbody>
<tr>
<td>GFI:</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>310,000</td>
<td>9.27%</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>367,900</td>
<td>10.99%</td>
</tr>
</tbody>
</table>
Mr. Gabelli is deemed to have beneficial ownership of the Securities owned beneficially by each of the foregoing persons and GFI is deemed to have beneficial ownership of the securities owned beneficially by each of the foregoing persons other than Mr. 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 GAMCO Investors, Inc. does not have the authority to vote 22,000 of the reported shares, and except that GFI has sole dispositive and voting power with respect to the 310,000 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 of the Funds shall respectively vote that Fund’s shares, and except that, 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 except that the power of Mr. Gabelli and GFI 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 by each of the Reporting Persons and Covered Persons is set forth on Schedule II annexed hereto and incorporated herein by reference.
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: December 9, 1997

MARIO J. GABELLI

By:_____________________________
James E. McKee
Attorney-in-Fact

GABELLI FUNDS, INC.

By:_____________________________
James E. McKee
General Counsel

GAMCO INVESTORS, INC.

By:_____________________________
Douglas R. Jamieson
Executive Vice President

GABELLI INTERNATIONAL LIMITED

By:_____________________________
Mario J. Gabelli, Chairman
and Investment Manager
by: James E. McKee
Attorney-in-Fact
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 Funds, Inc., 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 Funds, Inc.

Directors:

Mario J. Gabelli*  
Richard B. Black  
Charles C. Baum  
Dr. Eamon M. Kelly  
Marc J. Gabelli

Officers:

Mario J. Gabelli  
Stephen G. Bondi  
James E. McKee

* Mr. Gabelli is the Chairman, Chief Executive Officer and Chief Investment Officer of Gabelli Funds, Inc. and of GAMCO Investors, Inc.; Director/Trustee of all registered investment companies advised by Gabelli Funds, Inc.; Chairman and Chief Executive Officer of Lynch Corporation.
GAMCO Investors, Inc.

Directors:

 Mario J. Gabelli
 Douglas R. Jamieson
 Joseph R. Rindler, Jr.
 Regina M. Pitaro
 F. William Scholz, II

Officers:

 Mario J. Gabelli Chief Executive Officer and Chief Investment Officer
 Joseph R. Rindler, Jr. Chairman
 Douglas R. Jamieson Executive Vice President
 Stephen G. Bondi Vice President
 James E. McKee Vice President, General Counsel and 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

 Ronald L. Gallatin Consultant
 Gabelli Securities, Inc.
 One Corporate Center
 Rye, NY  10580

 Francine Sommer Chief Executive Officer of General Partner of Gabelli Multimedia Partners, L.P.
 One Corporate Center
 Rye, NY  10580

 Joseph R. Rindler, Jr. See above

Officers:

 Gary P. Watson Executive Vice President, Chief Financial and Administrative Officer
 Stephen G. Bondi Vice President
 James E. McKee Secretary

Gabelli & Company, Inc.

Directors:

 James G. Webster, III Chairman
 Stephen G. Bondi See above
Donald C. Jenkins             Director of Research

Officers:

James G. Webster, III         Chairman
Stephen G. Bondi              Vice 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 Funds, Inc.

Officers:

Mario J. Gabelli              Chairman and Chief Investment Officer
Stephen G. Bondi               Vice President

Gabelli Associates Limited
Directors:

Mario J. Gabelli              See above-Gabelli Funds, Inc.
MeesPierson (Cayman) Limited  British American Centre
                            Dr. Roy's Drive- Phase 3
                            Georgetown, Grand Cayman
                            Cayman Islands, British WestIndies

Officers:

Mario J. Gabelli              Chief Investment Officer
Kevin Bromley                 Vice President, Treasurer and Assistant Secretary
Sandra Wight                  Secretary and Assistant Treasurer

Gabelli International Limited
Directors:

Mario J. Gabelli              See above-Gabelli Funds, Inc.
MeesPierson (Cayman) Limited  British American Centre
                            Dr. Roy's Drive- Phase 3
                            Georgetown, Grand Cayman
                            Cayman Islands, British West Indies

Officers:

Kevin Bromley                 Vice President, Treasurer, and Assistant Secretary
MeesPierson (Cayman) Limited  British American Centre
                            Dr. Roy's Drive- Phase 3
                            Georgetown, Grand Cayman
                            Cayman Islands, British West Indies
Gabelli Asset Management Company
International Advisory Services Ltd.

Directors:

Marc J. Gabelli See above-Gabelli Funds, Inc.
Stephen G. Bondi See Above-Gabelli Funds, Inc.
Joseph R. Rindler, Jr. See above-GAMCO Investors, Inc.
Michael J. Burns Appleby, Spurling & Kempe
Cedar House
41 Cedar Avenue
Hamilton, HM12
Bermuda

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

Lynch Corporation
8 Sound Shore Drive
Greenwich, CT 06830

Directors:

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

Morris Berkowitz Business Consultant
163-43 Willets Point Blvd.
Whitestone, NY 11357

Mario J. Gabelli See above-Gabelli Funds, Inc.
Paul Woolard Business Consultant
116 East 68th Street
New York, NY 10021

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
Salvatore Muoio               Principal
                          S. Muoio & Co., LLC
                          655 Third Avenue
                          New York, NY 10017

John C. Ferrara               Business Consultant
                          110 Edward Place
                          Stamford, CT  06905

Officers:

Mario J. Gabelli               Chairman and Chief Executive Officer

Robert E. Dolan               Chief Financial Officer

Carmine Ceraolo               Assistant Controller

Robert A. Hurwich             Vice President-Administration,
                                 Secretary and General Counsel

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

Robert E. Dolan               See above Lynch Corporation

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

Frank E. Grzelecki             President
                                 Handy & Harman
                                 One Corporate Center
                                 Rye, New York 10580

Philip W. Colburn             Chairman of the Board
                                 Allen Telecom, Inc.
                                 11611 San Vincente Blvd.
                                 Suite 505
                                 Los Angeles, CA  90049

Officers:

Ned N. Fleming, III           President

Richard J. Boyle              Chairman and Chief Executive Officer

Robert A. Hurwich             Secretary

Mark A. Matteson              Vice President, Corporate
                                 Development

Craig Jennings                 Controller

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

Directors:
Jack C. 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 C. Keen          Chairman and President
Jack L. Bentley       Executive Vice President
Dr. Brian E. Gordon  Vice President
Charles M. Baxter    Sr. Vice President-Operations
Mary Beth Baxter     Secretary & Treasurer
Robert A. Hurwich    Assistant Treasurer

Inter-Community Telephone Company
P.O. Box A
Nome, ND  58862

Directors:
Mary J. Carroll      See above-Lynch Corporation
<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>Jack C. Keen</td>
<td>Chairman</td>
</tr>
<tr>
<td>Jack W. Keen</td>
<td>President</td>
</tr>
<tr>
<td>Robert A. Hurwich</td>
<td>Secretary</td>
</tr>
<tr>
<td>Mary Beth Baxter</td>
<td>Treasurer and Assistant Secretary</td>
</tr>
<tr>
<td>Robert E. Dolan</td>
<td>Controller</td>
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</table>
SCHEDULE II
INFORMATION WITH RESPECT TO
TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR
SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)

<table>
<thead>
<tr>
<th>DATE</th>
<th>SHARES PURCHASED</th>
<th>AVERAGE PRICE</th>
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<tr>
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GABELLI FUNDS, INC.
THE GABELLI ASSET FUND
12/08/97     4,000      25.4250

GAMCO INVESTORS, INC.
12/04/97     13,000     25.4135
11/18/97     1,000      25.0000
11/17/97     1,000      25.0375
11/14/97     3,000      24.7500

GAMCO INVESTORS, INC.
12/08/97     100        25.0000
12/08/97     1,000-     25.1375
12/05/97     2,000      25.2500
12/05/97     2,000      25.3750
10/22/97     1,400      25.4911
10/21/97     100        25.3750
10/17/97     1,800      25.2500

(1) UNLESS OTHERWISE INDICATED, ALL TRANSACTIONS WERE EFFECTED ON THE NY STOCK EXCHANGE.

(2) PRICE EXCLUDES COMMISSION.