SEcurities and exchange commission
Washington, D.C. 20549

sChedule 13D
under the securities exchange act of 1934 (Amendment No. 1)

Gray Communications Systems, Inc.  
(Name of Issuer)

Class A Common Stock, No Par Value Per Share  
(Title of Class of Securities)

________________________________________________________________
(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)

__________________________________________________________  
(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 0.

CUSIP No. 389190109

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 (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  
New York

Number of  
Shares  
Beneficially  
Owned

by Each  
Reporting
PERSON

WITH:

7
...

SOLE VOTING POWER

102,125  (Item 5)

:
8
:
:

SHARED VOTING POWER

NONE

:
9
:
:

SOLE DISPOSITIVE POWER

102,125  (Item 5)

:
10
:
:

SHARED DISPOSITIVE POWER

NONE

11

AGGREGATE AMOUNT BENEFICIIALLY OWNED BY EACH REPORTING PERSON

102,125  (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)

1.49 %

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IA

CUSIP No. 389190109

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 (SEE INSTRUCTIONS)

(a)

(b)

3

SEC USE ONLY

4

SOURCE OF FUNDS (SEE INSTRUCTIONS)
6
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
310,400 (Item 5)

SHARED VOTING POWER
NONE

SOLE DISPOSITIVE POWER
310,400 (Item 5)

SHARED DISPOSITIVE POWER
NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
310,400 (Item 5)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
4.53%
Gabelli Performance Partnership, L.P.
I.D. NO. 13-3396569

CITIZENSHIP OR PLACE OF ORGANIZATION
New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON

SOLE VOTING POWER
40,750 (Item 5)

SHARED VOTING POWER
NONE

SOLE DISPOSITIVE POWER
40,750 (Item 5)
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

40,750 (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)

0.60%

Type of Reporting Person (see instructions)
PN

Names of Reporting Persons
I.R.S. Identification Nos. of Above Persons (Entities Only)

Gabelli Securities, Inc. I.D. No. 13-3379374

Check the appropriate box if a member of a group (see instructions)
(a)
(b)

Sec use only

Source of Funds (see instructions)
00- Client funds

Check box if disclosure of legal proceedings is required pursuant to items 2 (d) or 2 (e)

Citizenship or Place of Organization
Delaware

Number of Shares

Beneficially Owned by Each Reporting Person

With:

sole voting power

7,070 (Item 5)
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,070

(ITEM 5)

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

0.10%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

HC, CO

CUSIP No. 389190109
SHARES
BENEFICIALLY
OWNED
BY EACH
REPORTING
PERSON
WITH:

7

SOLE VOTING POWER
2,500  (Item 5)

8

SHARED VOTING POWER
NONE

9

SOLE DISPOSITIVE POWER
2,500  (Item 5)

10

SHARED DISPOSITIVE POWER
NONE

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,500  (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)
0.04%
14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
   IA, CO

CUSIP No. 389190109
1
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 

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: 
: 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)

13

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

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
HC, CO

CUSIP No. 389190109
1

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

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

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
New York

NUMBER OF SHARES

BENEFICIALLY OWNED

BY EACH REPORTING PERSON

WITH

7

8

9

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)
0.00%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)
HC, CO

CUSIP No. 389190109
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 (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
<table>
<thead>
<tr>
<th>WITH</th>
<th>7</th>
</tr>
</thead>
<tbody>
<tr>
<td>8</td>
<td></td>
</tr>
<tr>
<td>9</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>SOLE VOTING POWER</th>
<th>None</th>
</tr>
</thead>
<tbody>
<tr>
<td>SHARED VOTING POWER</td>
<td>None</td>
</tr>
<tr>
<td>SOLE DISPOSITIVE POWER</td>
<td>None</td>
</tr>
<tr>
<td>SHARED DISPOSITIVE POWER</td>
<td>None</td>
</tr>
</tbody>
</table>

| 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. 389190109

<table>
<thead>
<tr>
<th>NAMES OF REPORTING PERSONS</th>
<th>I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mario J. Gabelli</td>
<td></td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>SEC USE ONLY</th>
</tr>
</thead>
</table>

| Source of funds (SEE INSTRUCTIONS) |
| None |
CITIZENSHIP OR PLACE OF ORGANIZATION
USA

NUMBER OF SHARES

OWNED BY EACH REPORTING PERSON

7

SOLE VOTING POWER

None

SHARED VOTING POWER

NONE

SOLE 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)

0.00%
Item 1. Security and Issuer

This Amendment No. 1 to Schedule 13D on the Class A 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 May 20, 2002. 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. These entities, except for Lynch Corporation ("Lynch"), Western New Mexico Telephone Company ("Western New Mexico"), Lynch Telephone Corporation ("Lynch Telephone"), Lynch Interactive Corporation ("Interactive"), Brighton Communications Corporation ("Brighton") and Inter-Community Telephone Company ("Inter-Community"), 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 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"), Gabelli Associates Fund ("GAF"), Gabelli Associates Fund II ("GAF II"), Gabelli Associates Limited ("GAL"), Gabelli & Company, Inc. Profit Sharing Plan (the "Plan"), Gabelli International Limited ("GIL"), Gabelli International II Limited ("GLI II"), ALCE Partners, L.P. ("ALCE"), Gabelli Multimedia Partners L.P. ("Multimedia Partners"), MJG Associates, Inc. ("MJG Associates"), Gemini Capital Management LLC ("Gemini"), Gabelli Fund, LDC ("LDC"), Gabelli Foundation, Inc. ("Foundation"), Gabelli Global Partners Master Fund, Ltd. ("GGP"), Gabelli European Partners Master Fund, Ltd. ("GEP"), Mario Gabelli, Marc Gabelli, Lynch, Western New Mexico, 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 GAM. GAM, 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 GAM, 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 GAM, 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.

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

GAF II is a Delaware limited partnership whose primary business purpose is risk arbitrage investments. GSI is the general partner of GAF II.

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.
Mario J. Gabelli is a director, officer and a substantial business of investing, reinvesting, or trading in securities. Financing their business activities and acquisitions and are not engaged in the marketable securities to preserve capital and maintain liquidity for business ventures and acquisitions. Lynch and its affiliates make investments in Mexico and other entities. Lynx and its affiliates actively pursue new subsidiaries of Brighton, is a holding company that owns interests in Western New services in an area 40 miles west of Fargo, North Dakota. Lynch Telephone, a subsidiary of Brighton, provides local telephone services in an area in Southwestern New Mexico. Interactive is a public company listed on the American Stock Exchange. It 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 Telephone, a subsidiary of Brighton, is a holding company that owns interests in Western New Mexico and other entities. Lynch and its affiliates 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 and are not engaged in the business of investing, reinvesting, or trading in securities. Mario J. Gabelli is a director, officer and a substantial
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 other than Gemini, GGP, and GEP. Gabelli Partners is the majority shareholder of GAMI. GAMI, in turn, is the sole stockholder of GAMCO. GAMI is also the majority stockholder of GSI and the largest shareholder of Gabelli Advisers. Gabelli & Company is a wholly-owned subsidiary of GSI. Marc Gabelli is the majority stockholder of Gemini.

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

Gabelli Partners, GAMI, GAMCO, and Gabelli & Company 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 One Corporate Center, Rye, New York 10580. GAMCO is a New York limited liability company having its principal business office at 8 Sound Shore Dr., Greenwich, CT 06830. GAF is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 8 Sound Shore Dr., Greenwich, CT 06830. GPP is a New York limited partnership 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. MJG Associates is a Connecticut corporation having its principal business office at 8 Sound Shore Dr., Greenwich, CT 06830. GPP is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 8 Sound Shore Dr., Greenwich, CT 06830. GPP is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 8 Sound Shore Dr., Greenwich, CT 06830. GPP is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580. MJG Associates is a Connecticut corporation having its principal business office at 8 Sound Shore Dr., Greenwich, CT 06830. GPP is a New York limited partnership having its principal business office at One Corporate Center, Rye, New York 10580.

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 462,845, representing 6.76% of the 6,848,467 shares outstanding as reported in the Issuer's most recent Form 10-Q for the quarter ended March 31, 2002. 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>102,125</td>
<td>1.49%</td>
</tr>
<tr>
<td>GAMCO</td>
<td></td>
<td></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. Marc 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 ALCE, GMP, 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) 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: June 4, 2002

MARIO J. GABELLI
MARC J. GABELLI
GABELLI PERFORMANCE PARTNERSHIP, L.P.

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; Vice 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

Parker Plaza
400 Kelby Street
Fort Lee, NJ 07024

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

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
Business Consultant
Marc J. Gabelli
Managing Director
Matthew R. Gabelli
Vice President - Trading
Gabelli & Company, Inc.
One Corporate Center
Rye, New York 10580

Officers:

Mario J. Gabelli
Chairman, Chief Executive Officer and Chief Investment Officer
Vincent J. Capurso
Executive Vice President and Chief Financial Officer
Robert S. Zuccaro
Vice President
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
Business Consultant

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
Chief Financial 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

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
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 2897
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.

Anthonie C. 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

Anthonie C. Van Ekris
See below

Lynch Corporation,
50 Kennedy Plaza, Suite 1250, Providence, RI 02903

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 and Chief Executive Officer

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

Officers:

Ralph R. Papitto
See above

Mario J. Gabelli
See above

Richard E. McGrail
President and Chief Operations Officer

Raymond H. Keller
Vice President and Chief Financial Officer

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 and CEO
Lynch Corporation
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 Interactive 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
John Fikre
Vice President - Corporate Development, General Counsel, and Secretary

Brighton Communications Corporation
401 Theodore Fremd Avenue Rye, NY 10580

Directors:

Robert E. Dolan
See above - Lynch Interactive Corporation
John Fikre
See above - Lynch Interactive Corporation

Officers:

Robert E. Dolan
President, Controller, Treasurer and Assistant 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

Officers:

Robert Snyder  
President

Keith S. Andersen  
Secretary and Treasurer

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

(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.