SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934 (Amendment No. 27)

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)

March 25, 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 0.

CUSIP No.389190208

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

810,833 (Item 5)

8

SHARED VOTING POWER

NONE

9

SOLE DISPOSITIVE POWER

810,833 (ITEM 5)

10

SHARED DISPOSITIVE POWER

NONE

11

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

810,833 (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)

9.23%

14

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

IA

CUSIP No. 389190208

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)
CITIZENSHIP OR PLACE OF ORGANIZATION
    New York

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:

7: SOLE VOTING POWER
1,478,941 (Item 5)

8: SHARED VOTING POWER
NONE

9: SOLE DISPOSITIVE POWER
1,536,691 (ITEM 5)

10: SHARED DISPOSITIVE POWER
NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
1, 536,691 (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)
17.50%
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

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
New York

NUMBER OF SHARES

BENEFICIALLY OWNED

BY EACH REPORTING PERSON

WITH

7

8

9

SOLE VOTING POWER

11,000 (Item 5)

SHARED VOTING POWER

NONE

SOLE DISPOSITIVE POWER

11,000 (Item 5)

SHARED DISPOSITIVE POWER
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%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

PN

CUSIP No. 389190208

1 NAMES OF REPORTING PERSONS

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

SOLE VOTING POWER

44,100 (Item 5)
SHARED VOTING POWER
NONE

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
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)
Gabelli Securities, Inc. I.D. NO. 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:

7

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

1

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)
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

   WITH
   :
   :
   :
   :

   SOLE VOTING POWER
   30,000 (Item 5)
   :
   :
   :
   :

   SHARED VOTING POWER
   NONE
   :
   :
   :
   :

   SOLE DISPOSITIVE POWER
   30,000 (Item 5)
   :
   :
   :
   :

   SHARED DISPOSITIVE POWER
   NONE
   
   11

   AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
   30,000 (Item 5)
   
   12

   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%

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)

Gemini Capital Management, LLC

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

:

7

:

:

:

SOLE VOTING POWER

277  (Item 5)

:

8

:

:

:

SHARED VOTING POWER

NONE

:

9

:

:

SOLE DISPOSITIVE POWER

:
SHARED DISPOSITIVE POWER

NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

277 (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)

0.00%

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

CO

CUSIP No. 389190208

NAMES OF REPORTING PERSONS

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

: 
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)
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)

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

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)

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

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)
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
None
:
8
:
:
:
SHARED VOTING POWER
Item 1. Security and Issuer
This Amendment No. 27 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. These entities, except for Lynch Corporation ("Lynch"), Spinnaker Industries, Incorporated ("Spinnaker"), Western New Mexico Telephone Company ("Western New Mexico"), Entoleter, Inc. ("Entoleter"), Lynch Telephone Corporation ("Lynch Telephone"), Lynch Interactive Corporation ("Interactive"), Brighton Communications Corporation ("Brighton") and Inter-Community Telephone Company ("Inter-Community") (collectively, "Lynch and its affiliates"), engage in various aspects of the securities business, primarily as investment adviser to various institutional and individual clients, including registered investment companies and pension plans, as broker/dealer and as general partner of various private investment partnerships. Certain of these entities may also make investments for their own accounts.

The foregoing persons in the aggregate often own beneficially more than 5% of a class of 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.
is to provide long-term capital appreciation by investing primarily in public securities. GSI is a general partner of ALCE. ALCE is an investment limited partnership that seeks long-term capital appreciation primarily through investments in public and private equity. 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 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. ("GPP"), Gabelli European Partners Master Fund, Ltd. ("GEP"), Mario Gabelli, Marc Gabelli, Lynch, Spinnaker, Western New Mexico, Entoleter, Lynch Telecom, Lynch Telephone and Inter-Community. Those of the foregoing persons signing this Schedule 13D are hereafter referred to as the "Reporting Persons".

Gabelli Partners makes investments for its own account and is the parent company of 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.

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

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


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

The Plan, a qualified employee profit sharing plan, covers substantially all employees of GFI 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 primary 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 Capital Management, LLC are the investment advisors of GGP and Marc
Gabelli is the portfolio manager for GGP.

GEP 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, 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.

GEMI is a limited liability company whose primary business purpose is
to provide advisory services to offshore funds. Marc Gabelli is the President
and Chief Investment Officer of Gemini.
The Foundation is a private foundation. Mario Gabelli is the President,
Trustee, and the Investment Manager of the Foundation.

Lynch is a public company traded on the American Stock Exchange engaged
in manufacturing. Spinnaker, a subsidiary of Lynch, is also a public company
and its stock is traded through the NASDAQ National Market. Spinnaker is a
manufacturing firm with major subsidiaries in specialty adhesive-backed
materials businesses. The Lynch Group 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
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. Entoleter, a subsidiary of Spinnaker, engineers,
manufactures, and markets industrial process equipment and air pollution
control equipment. 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 shareholder of
Lynch and Interactive.

Mario Gabelli is the majority stockholder and Chairman of the Board
of Directors and Chief Executive Officer of Gabelli Partners and GAM, and the
Chief Investment Officer for each of the Reporting Persons other than Gemini,
GGP, and GEP. Gabelli Partners is the majority shareholder of GAM. GAM, in
turn, is the sole stockholder of GAMCO. GAMCO 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, GAM, GAMCO, and Gabelli & Company are New York
corporations and GSI and Gabelli Advisers are Delaware corporations, each
having its principal 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. MJG Associates is a Connecticut
limited liability company having its principal business office at 8 Sound Shore Dr.,
Greenwich, CT 06830. Gabelli Associates is a New York limited partnership
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 their principal business office
at c/o Cou tts & Company (Cayman) Limited, West Bay Road, Grand Cayman,
British West Indies. GGP and GEP are corporations organized under the laws
of the British Virgin Islands each having its principal business office at c/o
Goldman Sachs (Cayman) Trust, Limited, P.O. Box 896 GT, Harbour Centre, 2nd
Floor, North Church Street, Grand Cayman, British West Indies. Gemini is a
Delaware limited liability company having its principal business office at One
Corporate Center, Rye, New York 10580. LDC is a corporation organized under
the laws of the British Virgin Islands having its principal business office at
Fort (Bermuda) Limited, Tremont House, 4 Park Road, Hamilton HM II,
Bermuda. The Foundation is a Nevada corporation having its principal offices
at 165 West Liberty Street, Reno, Nevada 89501. Lynch is an Indiana corporation having its principal business office at 50 Kennedy Plaza, Suite 1250, Providence, Rhode Island 02903. Spinnaker and Entoleter are Delaware corporations, each having its principal business office at 251 Welton Street, Handen, CT 06511. Interactive, Brighton, and Lynch Telephone are Delaware corporations, each having its principal place of business at One Corporate Center, Rye, New York 10580. Western New Mexico is a Delaware corporation, having its principal place of business at 314 W. Yankee Street, Silver City, New Mexico 88062. Inter-Community is a North Dakota corporation, having its principal place of business at 556 Main Street, Nome, North Dakota 58062.

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 $952,896 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 $941,161 and $8,806, 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. Gemini used approximately $2,929 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 2,446,341 shares, representing 27.85% 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>810,833</td>
<td>9.23%</td>
</tr>
<tr>
<td>GAMCO</td>
<td>1,536,691</td>
<td>17.50%</td>
</tr>
<tr>
<td>GPP</td>
<td>30,000</td>
<td>0.34%</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>Gemini</td>
<td>277</td>
<td>0.00%</td>
</tr>
<tr>
<td>Gabelli Advisers</td>
<td>30,000</td>
<td>0.34%</td>
</tr>
</tbody>
</table>

Mario Gabelli
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 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: March 26, 2002

MARIO J. GABELLI
MARC J. GABELLI
GABELLI PERFORMANCE PARTNERSHIP L.P.
GABELLI INTERNATIONAL LIMITED
GEMINI CAPITAL MANAGEMENT

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.
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 07029

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

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

Officers:

Bruce N. Alpert
Chief Operating Officer

Gus Coutsouros
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

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
(Cayman)
Limited

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

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.

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

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  
Managing Director  
Balmac International, Inc.  
61 Broadway - Suite 1900  
New York, NY 10006

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

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
### 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>
</tr>
</thead>
<tbody>
<tr>
<td>9/25/01</td>
<td>1,500</td>
<td>15.7200</td>
</tr>
<tr>
<td>10/15/01</td>
<td>10,000-</td>
<td>14.3000</td>
</tr>
<tr>
<td>10/15/01</td>
<td>5,000</td>
<td>14.3000</td>
</tr>
<tr>
<td>10/12/01</td>
<td>10,000-</td>
<td>14.6907</td>
</tr>
<tr>
<td>10/08/01</td>
<td>5,000-</td>
<td>14.9260</td>
</tr>
<tr>
<td>10/02/01</td>
<td>5,000-</td>
<td>14.9280</td>
</tr>
<tr>
<td>10/01/01</td>
<td>4,000-</td>
<td>14.9968</td>
</tr>
<tr>
<td>9/28/01</td>
<td>5,000-</td>
<td>15.3976</td>
</tr>
<tr>
<td>9/27/01</td>
<td>5,000-</td>
<td>15.3900</td>
</tr>
<tr>
<td>8/27/01</td>
<td>4,000-</td>
<td>16.1750</td>
</tr>
<tr>
<td>8/24/01</td>
<td>1,000-</td>
<td>16.2510</td>
</tr>
<tr>
<td>8/23/01</td>
<td>4,000-</td>
<td>16.3675</td>
</tr>
<tr>
<td>8/20/01</td>
<td>3,000-</td>
<td>16.5340</td>
</tr>
<tr>
<td>8/17/01</td>
<td>3,000-</td>
<td>16.6680</td>
</tr>
<tr>
<td>8/16/01</td>
<td>3,000-</td>
<td>16.7657</td>
</tr>
<tr>
<td>8/24/01</td>
<td>4,000-</td>
<td>16.2128</td>
</tr>
<tr>
<td>9/06/01</td>
<td>5,000-</td>
<td>15.6400</td>
</tr>
</tbody>
</table>

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

2. PRICE EXCLUDES COMMISSION.