

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13D/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities [amend]

Filing Date: **1999-09-10**  
SEC Accession No. **0000807249-99-000277**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### SUBJECT COMPANY

#### **SPINNAKER INDUSTRIES INC**

CIK: **314865** | IRS No.: **060544125** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13D/A** | Act: **34** | File No.: **005-32412** | Film No.: **99709841**  
SIC: **2670** Converted paper & paperboard prods (no containers/boxes)

Mailing Address  
*1700 PACIFIC AVENUE  
SUITE 1600  
DALLAS TX 75201*

Business Address  
*1700 PACIFIC AVENUE  
SUITE 1600  
DALLAS TX 75201  
2148550322*

### FILED BY

#### **GABELLI FUNDS INC ET AL**

CIK: **807249** | IRS No.: **133056041** | State of Incorporation: **NY** | Fiscal Year End: **1031**  
Type: **SC 13D/A**

Mailing Address  
*GABELLI FUNDS  
ONE CORPORATE CENTER  
RYE NY 10580*

Business Address  
*ONE CORPORATE CENTER  
RYE NY 10580-1434  
9149215128*

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934 (Amendment No. 12)

SPINNAKER INDUSTRIES, INC.  
(Name of Issuer)

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

848926101  
(CUSIP Number)

Robert A. Hurwich, Lynch Corporation,  
401 Theodore Fremd Avenue, Rye, NY, 10580 (914)921-7601  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

September 1, 1999  
(Date of Event Which Requires Filing of this Statement)

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

CUSIP No. 848926101

13D

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

(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  
Delaware

NUMBER OF SHARES BENEFICIALLY  
OWNED BY EACH REPORTING  
PERSON WITH

: (7) SOLE VOTING POWER  
: 2,259,063 (Item 5)

:  
: (8) SHARED VOTING POWER  
: None

:  
: (9) SOLE DISPOSITIVE  
: POWER  
: 2,259,063 (Item 5)

:  
: (10) SHARED DISPOSITIVE  
: POWER  
: None

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
2,259,063 (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  
00.00%

(14) TYPE OF REPORTING PERSON\*  
CO; HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 848926101

---

(1) NAMES OF REPORTING PERSONS  
I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY)  
Lynch Manufacturing Corporation I.D. No. 00-0000000

---

(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  
Delaware

---

NUMBER OF SHARES BENEFICIALLY  
OWNED BY EACH REPORTING  
PERSON WITH

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

:

: (8) SHARED VOTING POWER  
: None

:

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

:

: (10) SHARED DISPOSITIVE  
: POWER  
: None

---

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

---

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

/  /

---

(13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
63.35%

---

(14) TYPE OF REPORTING PERSON\*  
CO; HC

---

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

(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\*  
 PF

(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 (Item 5)

:

: (8) SHARED VOTING POWER

: None

:

: (9) SOLE DISPOSITIVE

: POWER

: None (Item 5)

:

: (10) SHARED DISPOSITIVE

: POWER

: None

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

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

/  /

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

(14) TYPE OF REPORTING PERSON\*  
 IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 848926101

13D

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

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

(a) /  /

(b) /  /

(3) SEC USE ONLY

(4) SOURCE OF FUNDS\*  
None

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

/  /

(6) CITIZENSHIP OR PLACE OF ORGANIZATION  
USA

NUMBER OF SHARES BENEFICIALLY  
OWNED BY EACH REPORTING  
PERSON WITH

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

: (8) SHARED VOTING POWER  
: None

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

: (10) SHARED DISPOSITIVE  
: POWER  
: None

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

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

/  /

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

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(14) TYPE OF REPORTING PERSON\*  
IN

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\*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1. Security and Issuer

This Amendment No. 12 to Schedule 13D on the Class A Common Stock of Spinnaker Industries, 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 December 10, 1987. 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

Item 2 is amended to delete as a filer Lynch Manufacturing Corporation ("Manufacturing") and to add M-tron Industries, Inc. ("M-tron"), as a filer. Manufacturing was merged into Lynch Corporation ("Lynch") which as a result held all 2,259,063 shares of stock of Issuer owned by Manufacturing. Lynch transferred the 2,259,063 shares of Class A Common Stock of Issuer to M-tron.

Manufacturing ceased to exist as a result of the merger and Lynch does not directly own any Class A Common Stock of the Issuer.

M-tron is a 100% owned subsidiary of Lynch. M-tron is a manufacturer and importer of quartz crystal products and clock oscillator modules. M-tron is a South Dakota corporation having its principal place of business at 100 Douglas Street, Yankton, SD 57078.

Mario J. Gabelli is a director, Chairman of the Board and Chief Executive Officer and a substantial shareholder of Interactive. He is a citizen of the United States.

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

During the last five years, none of the Reporting Persons 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 judgement, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

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.

Item 4. Purpose of Transaction

Item 4 to Schedule 13D is amended in pertinent part, as

follows:

Mario J. Gabelli and Ralph R. Papitto were appointed to the Board of Directors of Issuer effective August 30, 1999. See Item 2 as to Mario Gabelli. Mr. Papitto is a director of Lynch and Interactive.

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 2,259,063 shares, representing 63.35% of the 3,566,067 shares outstanding as reported by the Issuer's most recent form 10-Q for the quarter ended September 30, 1998. The Reporting Persons beneficially own those Securities as follows:

Name	Shares of Class A Common Stock	% of Class A Common Stock
M-Tron Industries, Inc.	2,259,063	63.35%
Mario Gabelli	0	0.00%

Mario Gabelli and Lynch are deemed to have beneficial ownership of the Securities beneficially owned by M-Tron. Mario Gabelli disclaims beneficial ownership of the 2,259,063 shares of the Issuer's stock owned by M-Tron.

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: November 12, 1998



MARIO J. GABELLI

By: \_\_\_\_\_  
Robert A. Hurwich  
Attorney-in-Fact

LYNCH MANUFACTURING CORPORATION

By: \_\_\_\_\_  
Robert A. Hurwich  
Secretary

LYNCH CORPORATION

By: \_\_\_\_\_  
Robert A. Hurwich  
Secretary

M-TRON INDUSTRIES, INC.

By: \_\_\_\_\_  
Robert A. Hurwich  
Assistant Secretary

Schedule I

Information with Respect to Executive  
Officers and Directors of the Undersigned

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

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

Gabelli Group Capital Partners, Inc.

Directors:

Mario J. Gabelli\*

Richard B. Black

President and Director of  
Oak Technology, Inc.;  
Chairman ECRM; Director  
of The Morgan Group, Inc.;  
General Partner of KBA Part-  
ners, 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 United Holdings  
2545 Wilkens Avenue  
Baltimore, MD 21223

John C. Ferrara

Business Consultant; Director of Lynch Corporation  
c/o Gabelli Funds, Inc.  
One Corporate Center  
Rye, NY 10580

Dr. Eamon M. Kelly

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

Marc J. Gabelli

Managing Director

Matthew R. Gabelli

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

Officers:

Mario J. Gabelli

Chairman, Chief Executive Officer and Chief Investment Officer

Stephen G. Bondi

Executive Vice President-Finance and Administration

---

\* Mr. Gabelli is the Chief Executive Officer and Chief Investment Officer of Gabelli Group Capital Partners, Inc., Gabelli Asset Management Inc. and GAMCO Investors, Inc.; Director/Trustee of all registered investment companies advised by Gabelli Funds, LLC; Chairman and Chief Executive Officer of Lynch Corporation; Director of East/West Communications, Inc.

Robert S. Zuccaro Vice President and Chief Financial Officer

James E. McKee

Vice President, General

Gabelli Asset Management Inc.

Directors:

Mario J. Gabelli	See above
Richard B. Black	See above
Charles C. Baum	See above
Dr. Eamon M. Kelly	See above
Karl Otto Pohl (1)	Sal Oppenheim Jr. & Cie Bockenheimer Landstrasse 20 D-6000 FRANKFURT AM MAIN Germany

Officers:

Mario J. Gabelli	Chairman, Chief Executive Officer and Chief Investment Officer
Stephen G. Bondi	Executive Vice President-Finance and Administration
Robert S. Zuccaro	Vice President and Chief Financial Officer
James E. McKee	Vice President, General Counsel and Secretary

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 and Chief Operating Officer
Robert S. Zuccaro	Vice President and Chief Financial Officer
Stephen G. Bondi	Vice President
James E. McKee	Vice President, General Counsel and Secretary
Peter D. Goldstein	Deputy General Counsel and Assistant Secretary

Gabelli Funds, LLC

Officers:

Mario J. Gabelli	Chief Investment Officer
Bruce N. Alpert	Executive Vice President and Chief Operating Officer
Gus Coutsouros	Vice President and Chief Financial Officer
Stephen G. Bondi	Vice President
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
Stephen G. Bondi	Vice President
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
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Joseph R. Rindler, Jr.	See above
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Officers:

Stephen G. Bondi	Vice President
Robert S. Zuccaro	Vice President-Finance
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:



Officers:

Kevin Bromley (2) 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

Sandra Wright (2) Secretary and Assistant Treasurer  
Assistant Secretary  
MeesPierson (Cayman) Limited  
British American Centre  
Dr. Roy's Drive- Phase 3  
Georgetown, Grand Cayman  
Cayman Islands, British West Indies

Gemini Capital Management Ltd.

Directors:

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

Stephen G. Bondi See Above-Gabelli Group Capital  
Partners, Inc.

Michael A. Salatto Controller, Gabelli Securities,  
Inc.

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

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

Gabelli Fund, LDC

Directors:

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



Hamilton HM 11, Bermuda

Peter D. Anderson (5)

Givens Hall Bank & Trust  
Genesis Building  
P.O. Box 2097  
Grand Cayman, Cayman Islands  
BWI3459498141

Karl Otto Pohl

See above

Anthonie C. van Ekris

See below

Gabelli Global Partners, Ltd.

Directors:

Stephen G. Bondi

See above

Marc J. Gabelli

See above

Patrick Salvisberg (6)

Vice President  
Institutional Capital Markets  
Bear Stearns International Ltd.

Marco Sampelligrini (7)

Banco Intesa  
Milan, Italy

Antonie Van Ekris

See below

Lynch Corporation  
401 Theodore Fremd Avenue  
Rye, NY 10580

Directors:

Mario J. Gabelli

See above-Gabelli Group Capital  
Partners, Inc.

E. Val Cerutti

Business Consultant  
Cerutti Consultants  
227 McLain Street  
Mount Kisco, NY 10540

Ralph R. Papitto

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

Officers:

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

Lynch Interactive Corporation  
401 Theodore Fremd Avenue  
Rye, NY 10580

Directors:

Paul J. Evanson	President Florida Light & Power Co. P.O. Box 14000 700 Universe Blvd. Juno Beach, FL 33408
Mario J. Gabelli	See above-Gabelli Group Capital Partners, Inc.
Ralph R. Papitto	Chairman of the Board AFC Cable Systems, Inc. 50 Kennedy Plaza Suite 1250 Providence, RI 02903
Salvatore Muoio	Principal S. Muoio & Co., LLC Suite 406 509 Madison Ave. New York, NY 10022
John C. Ferrara	Business Consultant c/o Lynch Corporation 401 Theodore Fremd Ave. Rye, NY 10580
David C. Mitchell	Business Consultant c/o Lynch Corporation 401 Theodore Fremd Ave.

Officers:

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

M-Tron Industries, Inc.  
100 Douglas Street  
Yankton, SD 57078

Directors:

Martin J. Kiouisis	100 Douglas Street Yankton, SD 57078
Robert E. Dolan	See Lynch Interactive Corporation
Robert A. Hurwich	See Lynch Interactive Corporation

Officers:

Martin J. Kiouisis	President
David L. Rein	Senior Vice President, Treasurer & Secretary
Robert J. Jenks	Senior Vice President
Robert E. Dolan	Vice President
Robert E. Hurwich	Assistant Secretary

Brighton Communications Corporation  
401 Theodore Fremd Ave  
Rye, NY 105820

Directors:

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

See above-Lynch Interactive  
Corporation

Officers:

Robert E. Dolan

President, Controller, Treasurer  
and Assistant Secretary

Robert A. Hurwich

Secretary and Assistant Treasurer

Spinnaker Industries, Inc.  
600 N. Pearl Street  
Suite 2160  
Dallas, TX 75201

Directors:

Joseph P. Rhein

5003 Central Avenue  
Ocean City, NJ 08226

Richard J. Boyle

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

Ned N. Fleming, III

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

Robert E. Dolan

See above Lynch Corporation

Anthonie C. van Ekris

Chairman and Chief  
Executive Officer  
Balmac International, Inc.  
61 Broadway  
Suite 1900  
New York, NY 10006

Mario J. Gabelli

See above-Gabelli Group Capital  
Partners, Inc.

E. Val Cerutti

See above-Lynch Corporation

Ralph R. Papitto

See above-Lynch Corporation

Officers:

Ned N. Fleming, III

President and Chief Operating

	Officer
Richard J. Boyle	Chairman and Chief Executive Officer
Robert A. Hurwich	Secretary
Mark A. Matteson	Vice President, Corporate Development
Craig Jennings	Vice President, Finance and Treasurer

Entoleter, Inc.  
251 Welton Street  
Hamden, CT 06517

Directors:

Ned N. Fleming, III	See above-Spinnaker
Mark A. Matteson	See above-Spinnaker
Robert P. Wentzel	See above Entoleter
James Fleming	230 Saugatuck Avenue, Unit 8 Westport, CT 06880

Officers:

Robert P. Wentzel	President
Mark R. Matteson	Vice 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
Robert A. Hurwich	See above-Lynch Corporation
Carmine Ceraolo	See above-Lynch Corporation
Mary J. Carroll	See above-Lynch Corporation
Eugene P. Connell	See above-Lynch Corporation

Officers:

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

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

Managers:

Carole Rau	Executive Assistant Lynch Corporation 401 Theodore Fremd Ave. Rye, NY 10580
Mary J. Carroll	See above-Lynch Corporation
Robert E. Dolan	See above-Lynch Corporation
Robert A. Hurwich	See above-Lynch Corporation
Carmine Ceraolo	Assistant Controller Lynch Corporation 401 Theodore Fremd Ave Rye, NY 10580
Robert Snyder	200 Broadway South Buffalo, ND 58011

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

Robert Reff                              See above-Inter-Community Telephone  
Company

Jack Bently                              1210 E. Washington Ave  
Gilbert, AZ 85234

Officers:

Robert Snyder                          President

Keith S. Andersen                      Secretary and Treasurer

Robert A. Hurwich                      Assistant Secretary

Lynch Telephone Corporation  
401 Theodore Fremd Avenue  
Rye, NY 10580

Directors:

Robert E. Dolan                        Controller

Jack W. Keen                            President

Robert A. Hurwich                      See above-Lynch Corporation

Officers:

Jack W. Keen                            President

Robert A. Hurwich                      Secretary

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