

CENTURYTEL INC

FORM SC 13D/A (Amended Statement of Beneficial Ownership)

Filed 4/17/1995

| | |
|-------------|---|
| Address | P O BOX 4065 100 CENTURYTEL DR MONROE, Louisiana 71203 |
| Telephone | 318-388-9000 |
| CIK | 0000018926 |
| Industry | Communications Services |
| Sector | Services |
| Fiscal Year | 12/31 |

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13D (Amendment No. 19)

Under the Securities Exchange Act of 1934

CENTURY TELEPHONE ENTERPRISES

(Name of Issuer)

Common Stock Par Value \$1.00 Per Share
(Title of Class and Securities)

156686107
(CUSIP Number of Class of Securities)

J. Hamilton Crawford, Jr., Gabelli Funds, Inc.,
One Corporate Center, Rye, New York 10580-1434, (914) 921-5067
(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

April 12, 1995
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this State- ment because of Rule 13d-1(b)(3) or (4), check the following box:

/___/

Check the following box if a fee is being paid with this State- ment : ____ //

CUSIP No. 156686107

13D

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

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

(a) /___/

(b) /___/

(3) SEC USE ONLY

(4) SOURCE OF FUNDS*
WC

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

/ x /

(6) CITIZENSHIP OR PLACE OF ORGANIZATION
New York

NUMBER OF SHARES BENEFICIALLY
OWNED BY EACH REPORTING
PERSON WITH

: (7) SOLE VOTING POWER
: 1,022,000 (Item 5)
:
: (8) SHARED VOTING POWER
: None (Item 5)
:
: (9) SOLE DISPOSITIVE
: POWER
: 1,022,000 (Item 5)

| | | |
|---|--|-------------------------|
| | : | |
| | : | (10) SHARED DISPOSITIVE |
| | : | POWER |
| | : | None (Item 5) |
| <hr/> | | |
| (11) | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,022,000 (Item 5) | |
| <hr/> | | |
| (12) | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES* <div style="text-align: right;">/ <input checked="" type="checkbox"/> /</div> | |
| <hr/> | | |
| (13) | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 1.92% | |
| <hr/> | | |
| (14) | TYPE OF REPORTING PERSON* HC | |
| <hr/> | | |
| *SEE INSTRUCTIONS BEFORE FILLING OUT! | | |
| <hr/> | | |
| CUSIP No. | 156686107 | 13D |
| <hr/> | | |
| (1) | NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS GAMCO Investors, Inc. I.D. No. 13-2951242 | |
| <hr/> | | |
| (2) | CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: <div style="text-align: right;">(a) <input type="checkbox"/> / <input type="checkbox"/> / (b) <input type="checkbox"/> / <input type="checkbox"/> /</div> | |
| <hr/> | | |
| (3) | SEC USE ONLY | |
| <hr/> | | |
| (4) | SOURCE OF FUNDS* OO: Funds of investment advisory clients | |
| <hr/> | | |
| (5) | CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <div style="text-align: right;">/ <input checked="" type="checkbox"/> /</div> | |
| <hr/> | | |
| (6) | CITIZENSHIP OR PLACE OF ORGANIZATION New York | |
| <hr/> | | |
| | : | (7) SOLE VOTING POWER |
| | : | 1,553,308 (Item 5) |
| | : | |
| | : | (8) SHARED VOTING POWER |
| | : | None |
| | : | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | : | (9) SOLE DISPOSITIVE |
| | : | POWER |
| | : | 1,712,945 (Item 5) |
| | : | |
| | : | (10) SHARED DISPOSITIVE |
| | : | POWER |
| | : | None |
| <hr/> | | |
| (11) | AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 1,712,945 (Item 5) | |
| <hr/> | | |
| (12) | CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES* <div style="text-align: right;">/ <input type="checkbox"/> /</div> | |
| <hr/> | | |
| (13) | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 2.94% | |
| <hr/> | | |
| (14) | TYPE OF REPORTING PERSON* IA | |
| <hr/> | | |
| *SEE INSTRUCTIONS BEFORE FILLING OUT! | | |
| <hr/> | | |
| CUSIP No. | 156686107 | 13D |
| <hr/> | | |
| (1) | NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS Gabelli International Limited II I.D. No. Foreign Corporation | |

| | |
|---|------------------------------------|
| (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: | |
| | (a) <input type="checkbox"/> |
| | (b) <input type="checkbox"/> |
| (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) <input type="checkbox"/> | |
| (6) CITIZENSHIP OR PLACE OF ORGANIZATION British Virgin Islands | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | : (7) SOLE VOTING POWER |
| | : 6,500 (Item 5) |
| | : |
| | : (8) SHARED VOTING POWER |
| | : None |
| | : |
| | : (9) SOLE DISPOSITIVE POWER |
| | : 6,500 (Item 5) |
| | : |
| | : (10) SHARED DISPOSITIVE POWER |
| : None | |
| (11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 6,500 (Item 5) | |
| (12) CHECK BOX IF THE AGGREGATE AMOUNT IN ROW 11 EXCLUDES CERTAIN SHARES* <input type="checkbox"/> | |
| (13) PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 0.01% | |
| (14) TYPE OF REPORTING PERSON* CO | |

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 156686107 13D

| | |
|--|---------------------------------|
| (1) NAMES OF REPORTING PERSONS S.S. OR I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS Gabelli Multimedia Partners, L.P. I.D. No. 13-3782066 | |
| (2) CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP: | |
| | (a) <input type="checkbox"/> |
| | (b) <input type="checkbox"/> |
| (3) SEC USE ONLY | |
| (4) SOURCE OF FUNDS* AF: Funds of Gabelli Multimedia Partners, L.P. | |
| (5) CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/> | |
| (6) CITIZENSHIP OR PLACE OF ORGANIZATION Delaware | |
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | : (7) SOLE VOTING POWER |
| | : 400 (Item 5) |
| | : |
| | : (8) SHARED VOTING POWER |
| | : None |
| | : |
| | : (9) SOLE DISPOSITIVE POWER |
| | : |
| | : |
| | : |

: 400 (Item 5)
:
:(10) SHARED DISPOSITIVE
: POWER
: None

(11) AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
400 (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*
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

This Amendment No. 19 to Schedule 13D on Century Telephone Enterprises, 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 July 5, 1989. Unless otherwise indicated, all capitalized terms used herein but not defined herein shall have the same meaning as set forth in the Schedule 13D.

Item 2. Identity and Background

This statement is being filed by Mario J. Gabelli ("Mr. Gabelli") and various entities which he directly or indirectly controls and for which he acts as chief investment officer. These entities, except for Lynch Corporation ("Lynch"), Spinnaker Industries, Incorporated ("Spinnaker", formerly known as Safety Railway Services Corporation), Western New Mexico Telephone Company ("Western New Mexico") and Inter-Community Telephone Company ("Inter-Community") engage in various aspects of the securities business, primarily as investment advisor to various institutional and individual clients, including registered investment companies and pension plans, as broker/dealer and as managing general partner of various private investment partnerships. Certain of these entities may also make investments for their own account. The foregoing persons in the aggregate often own beneficially more than 5% of a class of equity securities of a particular Issuer. Although several of the foregoing persons are treated as institutional investors for purposes of reporting their beneficial ownership on the short-form Schedule 13G, the holdings of those who do not qualify as institutional investors may exceed the 1% threshold presented for filing on Schedule 13D or implementation of their investment philosophy may from time to time require action which could be viewed as not completely passive. In order to avoid any question as to whether their beneficial ownership is being reported on the proper form and in order to provide greater investment flexibility and administrative uniformity, these persons have decided to file their beneficial ownership reports on the more detailed Schedule 13D form rather than on the short-form Schedule 13G and thereby to provide more expansive disclosure than may be necessary.

(a), (b) and (c) - This statement is being filed by one or more of the following persons: Gabelli Funds, Inc. ("GFI"), GAMCO Investors, Inc. ("GAMCO"), Gabelli Securities, Inc. ("GSI"), Gabelli & Company, Inc. ("Gabelli & Company"), Gabelli Performance Partnership ("GPP"), GLI, Inc. ("GLI"), The Gabelli Associates Fund ("Gabelli Associates"), Gabelli Associates Limited ("GAL"), The Gabelli & Company, Inc. Profit Sharing Plan (the "Plan"); Gabelli International Limited ("GIL"), Gabelli International II Limited ("GIL II"), ALCE Partners, L.P. ("ALCE"), Gabelli Multimedia Partners, L.P. ("Multimedia Partners"), Mario J. Gabelli ("Mr. Gabelli"), Lynch, Spinnaker, Western New Mexico and Inter-Community. Those of the foregoing persons signing this Schedule 13D are hereafter referred to as the "Reporting Persons". GAMCO, a majority owned subsidiary of GFI, is an investment adviser registered under the Investment Advisers Act of 1940, as amended. GAMCO is a money manager providing discretionary managed account services in the equity area for employee benefit plans, private investors, endowments and foundations.

Gabelli & Company, a wholly-owned subsidiary of GSI, is a broker-dealer registered under the 1934 Act, which as a part of its business regularly purchases and sells securities for its own account. In addition, shares are held for clients who have granted Gabelli & Company trading authorization over their investment accounts.

GLI, a wholly-owned subsidiary of GSI, is a general partner of G&R Partners, a Delaware partnership ("G&R"), which, in turn, is the general partner of Gabelli-Rosenthal & Partners, L.P., a Delaware limited partnership ("G-R"), whose primary business purpose is to do friendly leveraged buyouts. At the present time, G-R's sole business purpose is to monitor the existing portfolio investments.

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

GAL is a corporation whose primary business purpose is risk arbitrage investments. Shares of GAL's Common Stock will be offered only to persons who are neither citizens nor residents of the United States and may be offered to a limited number of U.S. investors consisting primarily of pension and profit sharing trusts, charities and other tax-exempt entities. The investments of GAL are managed by Gabelli Securities, Inc. (the "Investment Manager") with Mr. Gabelli as the Chief Investment Officer.

GSI, a majority owned subsidiary of GFI, is a holding company which as a part of its business regularly purchases and sells securities for its own account. It is the immediate parent of Gabelli & Company. In addition, GSI and Mr. Gabelli are the general partners of Gabelli Associates.

On August 31, 1990, Gabelli Funds, Inc., formerly a wholly-owned subsidiary of The Gabelli Group, Inc. ("TGGI") was merged into TGGI. Subsequent to the merger on September 18, 1990, TGGI's name was changed to Gabelli Funds, Inc. ("GFI"). GFI is the ultimate parent company for a variety of companies engaged in the securities business, each of which is named above. In addition, GFI is an investment adviser registered under the Investment Advisers Act of 1940, as amended. GFI is an investment adviser which presently provides discretionary managed account services for The Gabelli Equity Trust, Inc., The Gabelli Asset Fund, The Gabelli Growth Fund, The Gabelli Convertible Securities Fund, The Gabelli Value Fund Inc., The Gabelli Small Cap Growth Fund, The Gabelli Equity Income Fund, The Gabelli ABC Fund, The Gabelli Global Telecommunications Fund, Gabelli Gold Fund, Inc., The Gabelli Global Multimedia Trust Inc., The Gabelli Global Convertibles Securities Fund, The Gabelli Global Multimedia Trust Inc., and the Gabelli Global Interactive Couch Potato Fund which are registered management investment companies.

The Plan, a qualified employee profit sharing plan, covers substantially all employees of GFI and its affiliates.

GPP, a Delaware limited partnership, is a limited partnership whose primary business purpose is investments in securities. Mr. Gabelli is the general partner and chief investment officer of GPP.

GIL 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's Common Stock are offered only to persons who are neither citizens nor residents of the United States and may be offered to a limited number of U.S. investors consisting primarily of pension and profit sharing trusts, charities and other tax-exempt entities. The investments of GIL are managed by Mr. Gabelli (the "Investment Manager") who is also a director 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's II Common Stock are offered only to persons who are neither citizens nor residents of the United States and may be offered to a limited number of U.S. investors consisting primarily of pension and profit sharing trusts, charities and other tax-exempt entities. The investments of GIL II are managed by Mr. Gabelli (the "Investment Manager") who is also a director and Chairman of the Board of Directors of GIL II.

ALCE is a Delaware private investment limited partnership that seeks long-term capital appreciation primarily through investment in public equity securities. GSI is a General Partner of ALCE.

Multimedia Partners is a Delaware private investment limited partnership whose objective is to provide long-term capital appreciation by investing primarily in both public and private multimedia communications companies. GSI is a general partner of Multimedia Partners. Lynch, an Indiana corporation, is a diversified public company traded on the American Stock Exchange. Its subsidiaries are engaged in communications, services, securities brokerage and manufactured products. Spinnaker, a Delaware subsidiary of Lynch, is also a public company and its stock is traded through the NASDAQ System. Spinnaker manufactures and sells industrial- process and air pollution control equipment. Another of Lynch's subsidiaries, Western New Mexico, provides telephone services in a service area in Southwestern New Mexico. Inter-Community, which is also a subsidiary of Lynch, provides local telephone services in an area 40 miles west of Fargo, North Dakota. Lynch and Spinnaker actively pursue new business ventures and acquisitions. Lynch, Spinnaker, Western New Mexico and Inter- Community make investments in marketable securities to preserve capital and maintain liquidity for financing their business activities and acquisitions (not in the case of Western New Mexico) and are not engaged in the business of investing, reinvesting, or trading in securities. Mr. Gabelli is Chairman of Lynch and owns beneficially 24.39% of the shares of Common stock of Lynch, including shares obtainable upon the conversion of the Convertible Debentures of Lynch.

Mr. Gabelli is the majority stockholder and Chairman of the Board of Directors and Chief Executive Officer of GFI and the Chief Investment Officer for each of the Reporting Persons. GFI, in turn, is the majority stockholder of GAMCO. GFI is the majority stockholder of GSI. Gabelli & Company is a wholly-owned subsidiary of GSI. GLI is a wholly-owned subsidiary of GSI.

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

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

For information required by instruction C to Schedule 13D with respect to the executive officers and directors of the foregoing entities and other related persons (collectively, "Covered Persons"), reference is made to Schedule I annexed hereto and incorporated herein by reference. (d) and (e) On December 8, 1994, the SEC instituted and simultaneously accepted offers for the settlement of an administrative proceeding againsts Gabelli & Company, Inc. The order instituting the proceeding included a finding, which Gabelli & Company and GAMCO neither admitted nor denied, that they failed to impliment and maintain policies and procedures reasonably designed to prevent the misuse of material, nonpublic information by not sepecifically addressing the special circumstances that arose from their affiliation with Lynch Corporation, a public company. To resolve this matter, Gabelli & Company and GAMCO agreed to cease and desist from violating Section 15(f) of the Securities Exchange Act of 1934 (the "Exchange Act") and Section 204A of the Investment Advisers Act of 1940 (the "1940 Act"), respectively. They further agreed to each pay a civil penalty in the amount of \$50,000, and to retain, and adopt the recommendations of, an independant consultant regarding their Section 15(f) and Section 204A policies and procedures.

On December 13, 1991, the Virginia State Corporation Commission entered an order of settlement in final disposition of matters arising from an allegation that GAMCO had transacted business in Virginia as an investment adviser without having been registered as such under Virginia Code Section 13.1-504A or an exemption therefrom. GAMCO consented to the entry of the order without admitting or denying the allegation and without a hearing. The terms of the order provide that GAMCO would pay a fine and cots totalling fifty-five thousand dollars and would not transact business in Virginia as an investment adviser unless it was registered as such under section 13.1-504A or was exempt from registration.

(f) - Reference is made to Schedule I hereto. Item 5. Interest In Securities Of The Issuer

(a) The aggregate number and percentage of Securities to which this Schedule 13D relates is 2,741,845 shares and represents 4.71% of 58,204,027 shares outstanding in the Issuer's most recently filed 10-K dated December 31, 1994. On trade date February 13, 1995, the Issuer redeemed from the Reporting Persons 675 of the Issuer's 6% convertible debentures due 2007 constituting the Reporting Persons' entire aggregate holding of such debentures. The Reporting Persons beneficially own the Securities as follows:

| Name | Shares of Common Stock | % of Class of Common | Shares of Common Stock, Converted | % of Class Converted |
|--------------|------------------------------|----------------------------|---|----------------------------|
| GFI: | | | | |
| As Principal | 0 | 0.00% | 0 | 0.00% |
| As Agent | 1,022,000 | 1.92% | 1,022,000 | 1.92% |
| GAMCO | | | | |
| As Principal | 0 | 0.00% | 0 | 0.00% |
| As Agent | 1,712,945 | 2.94% | 1,712,945 | 2.94% |
| GIL II | 6,500 | 0.01% | 6,500 | 0.01% |

Mario J. Gabelli 0 0.00% 0 0.00%

Multimedia Partners400 0.00% 400 0.00%

Mr. Gabelli is deemed to have beneficial ownership of the Securi- ties beneficially owned by each of the foregoing persons and GFI is deemed to have beneficial ownership of the securities owned beneficially by each of the foregoing persons other than Mr. Gabelli.

(b) Each of the Reporting Persons and Covered Persons has the sole power to vote or direct the vote and sole power to dispose or to direct the disposition of the Securities reported for it, for benefit or for the benefit of its investment its clients or its partners, as the case may be, except that GAMCO Investors, Inc. does not have authority to vote 159,637 of the reported shares, and except that GFI has sole dispositive and voting power with respect to the 1,022,000 shares of the Issuer held by the The Gabelli Asset Fund, The Gabelli Growth Fund, The Gabelli

Convertible Securities Fund, The Gabelli Value Fund Inc., The Gabelli Equity Trust Inc., The Gabelli Small Cap Growth Fund, The Gabelli Global Telecommunications Fund, The Gabelli Global Convertible Securities Fund, The Gabelli Global Interactive Couch Potato Fund, The Gabelli Global Multimedia Trust Inc., The Gabelli ABC Fund, and/or The Gabelli Equity Income Fund, 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 (other than The Gabelli Growth Fund) shall respectively vote that Funds shares, and except that, at any time, the Proxy Voting Committee of each such Fund may take and exercise in its sole discretion the entire voting power with respect to the shares held by such Fund under special circumstances such as regulatory considerations, and except that the power of Mr. Gabelli and GFI is indirect with respect to Securities beneficially owned directly by other Reporting Persons.

(e) On trade date April 12, 1995, the Reporting Persons ceased to be the beneficial owners of 5% or more of common shares in Century Telephone. 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: April 17, 1995

MARIO J. GABELLI

By: _____

J. Hamilton Crawford, Jr.
Attorney-in-Fact

GABELLI FUNDS, INC.

By: _____

J. Hamilton Crawford, Jr.
Senior Vice President
and General Counsel

GAMCO INVESTORS, INC.

By: _____

Douglas R. Jamieson
Chief Operating Officer
and Executive Vice President

GABELLI INTERNATIONAL LIMITED II

By: _____

Mario J. Gabelli, Chairman
and Investment Manager
by: J. Hamilton Crawford, Jr.
Attorney-in-Fact

GABELLI MULTIMEDIA PARTNERS, L.P.

By: _____

Gabelli Securities, Inc.
General Partner
by: J. Hamilton Crawford, Jr.
Attorney-in-Fact

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 Funds, Inc., Gabelli & Company, Inc., or GAMCO Investors, Inc., the business address of each of which is One Corporate Center, Rye, New York 10580, and each such individual identified below is a citizen of the United States. To the knowledge of the undersigned, during the last five years, no such person has been convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors), and no such person was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction as a result of which he was or is subject to a judgment, decree or

final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities law or finding any violation with respect to such laws except as reported in Item 2(d) of this Schedule 13D.

Gabelli Funds, Inc.

Directors:

Mario J. Gabelli

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| Richard B. Black | Chairman of Raster Image Processing Systems; Chairman ECRM; Director of Archetype and Oak Technology; Director of The Morgan Group, Inc.; General Partner of KBA Partners, Parker Plaza 400 Kelby Street, Fort Lee, NJ 07029 |
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| Charles C. Baum | Chairman, Director and Chief Executive Officer of The Morgan Group, Inc.; Secretary & Treasurer United Holdings 2545 Wilkens Avenue Baltimore, MD 21223 |
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| Dr. Eamon M. Kelly | President Tulane University 218 Gibson Hall 6823 St. Charles Avenue New Orleans, LA 70118 |
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Officers:

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| Mario J. Gabelli | Chairman, Chief Executive Officer and Chief Investment Officer |
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| J. Hamilton Crawford, Jr. | Senior Vice President and General Counsel |
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| Stephen G. Bondi | Vice President - Finance |
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| James E McKee | Vice President, Co-General Counsel and Assistant Secretary |
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| Joseph J. Frazzitta | Assistant Secretary |
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GAMCO Investors, Inc.

Directors:

Douglas R. Jamieson
Joseph R. Rindler, Jr.
Regina Pitaro
Joseph J. Frazzitta
F. William Scholz, II

Officers:

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| Mario J. Gabelli | Chief Investment Officer |
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| Douglas R. Jamieson | Chief Operating Officer and Executive Vice President |
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| Joseph J. Frazzitta | Vice President and Chief Financial Officer |
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| James E. McKee | Vice President and General Counsel |
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| J. Hamilton Crawford, Jr. | Assistant Secretary |
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Gabelli Securities, Inc.

Directors:

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|-------------------|---|
| Charles C. Baum | See above-Gabelli Funds, Inc. |
| Joseph R. Rindler | Managing Director GAMCO Investors, Inc. One Corporate Center Rye, NY 10580 |
| David Perlmutter | Perlmutter & Associates 200 Park Avenue, Suite 4515 New York, N.Y. 10166 |
| Stephen G. Bondi | Acting Chief Operating Officer and Vice President |
| Salvatore Muoio | Vice President-Research Gabelli & Company, Inc. One Corporate Center Rye, NY 10580 |

Advisors:

Vincent J. Amabile
Robert Blake

Officers:

| | |
|---------------------------|---|
| Stephen G. Bondi | Acting Chief Operating Officer and Vice President |
| J. Hamilton Crawford, Jr. | Senior Vice President, Assistant Secretary, and General Counsel |
| Erwin I. Mevorah | Vice President - Finance |

Gabelli & Company, Inc.

Directors:

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| James G. Webster, III | Chairman |
| Charles C. Baum | See above-Gabelli Funds, Inc. |
| Joseph J. Frazzitta | Vice President and Chief Financial Officer |

Officers:

| | |
|---------------------------|--|
| James G. Webster, III | Chairman |
| Joseph J. Frazzitta | Vice President/Finance and Chief Financial Officer |
| Stephen G. Bondi | Vice President |
| J. Hamilton Crawford, Jr. | Senior Vice President, Secretary and General Counsel |
| Walter K. Walsh | Operations and Compliance Officer |

GLI, Inc.

Directors:

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| Mario J. Gabelli | See above-Gabelli Funds, Inc. |
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Officers:

| | |
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| Mario J. Gabelli | Chairman and Chief Investment Officer |
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| | |
|---------------------------|---------------------|
| Stephen G. Bondi | Vice President |
| J. Hamilton Crawford, Jr. | Assistant Secretary |

Gabelli Associates Limited

Directors:

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

Officers:

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

Gabelli International Limited

Directors:

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

Officers:

| | |
|---------------|--|
| Kevin Bromley | Vice President, Treasurer, and Assistant Secretary MeesPierson (Cayman) Limited British American Centre Dr. Roy's Drive- Phase 3 Georgetown, Grand Cayman Cayman Islands, British West Indies |
| Sandra Wight | 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 |

Lynch Corporation
8 Sound Shore Drive
Greenwich, CT 06830

Directors:

| | |
|-----------------|---|
| Paul J. Evanson | Chief Financial Officer FPL Group, Inc. P.O Box 14000 700 Universe Blvd. Juno Beach, Fl 33408 |
| Bradley J. Bell | Vice President & Treasurer Whirlpool Corp. 2000 M. 63 North |

Administrative Center
Benton Harbor, MI 49022

Morris Berkowitz

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

Richard J. Boyle

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

Mario J. Gabelli

See above-Gabelli Funds, Inc.

Paul Woolard

Business Consultant
116 East 68th Street
New York, NY 10021

E. Val Cerutti

Business Consultant
Cerutti Consultants
227 McLain Street
Mount Kisco, NY 10549

Officers:

Mario J. Gabelli

Chairman and Chief Executive
Officer

Michael J. Small

Office of the President

Joseph H. Epel

Treasurer

Robert E. Dolan

Chief Financial Officer

Carmine Ceraolo

Assistant Controller

Robert A. Hurwich

Vice President-Administration,
Secretary and General Counsel

Spinnaker Industries, Inc.
One Galleria Tower
13355 Noel Road
Suite 1100
Dallas, TX 75240

Directors:

Joseph P. Rhein

Chairman
241 McClenaghan Mill Road
Wynnewood, PA 19096

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.
One Galleria Tower
13355 Noel Road
Suite 1100
Dallas, TX 75240

Officers:

Robert E. Dolan

Controller

Joseph H. Epel

Treasurer

James W. Toman

Assistant Secretary

Ned N. Fleming, III

President

Richard J. Boyle

Chairman and
Chief Executive Officer

Robert A. Hurwich

Secretary

Entoleter, Inc.

251 Welton Street
Hamden, CT 06517

Directors:

| | |
|-------------------|---------------------|
| Joseph P. Rhein | See above-Spinnaker |
| William F. Bullis | See above-Spinnaker |

Officers:

| | |
|-----------------|-------------------------|
| James W. Toman | Chief Financial Officer |
| Joseph H. Epel | Treasurer and Secretary |
| Robert E. Dolan | Controller |

Western New Mexico Telephone Company

314 Yankee Street
Silver City, NM 88062

Directors:

| | |
|---------------------|-----------------------------|
| Jack C. Keen | Chairman |
| Jack W. Keen | President |
| Dr. Brian E. Gordon | Vice President |
| Mary Beth Baxter | Secretary & Treasurer |
| Robert E. Dolan | See above-Lynch Corporation |
| Joseph H. Epel | See above-Lynch Corporation |
| Carmine Ceraolo | See above-Lynch Corporation |

Officers:

| | |
|---------------------|-------------------------------|
| Jack C. Keen | Chairman of the Board |
| Jack W. Keen | President |
| Jack L. Bentley | Executive Vice President |
| Dr. Brian E. Gordon | Vice President |
| Charles M. Baxter | Sr. Vice President-Operations |
| Mary Beth Baxter | Secretary & Treasurer |
| Joseph H. Epel | Assistant Treasurer |

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

Directors:

| | |
|--------------------|---|
| Mary J. Carroll | See above-Lynch Corporation |
| Carmine P. Ceraolo | See above-Lynch Corporation |
| Robert E. Dolan | See above-Lynch Corporation |
| Joseph H. Epel | See above-Lynch Corporation |
| Leone A. Nilsen | President |
| Roger J. Nilsen | P.O. Box 146 Hannaford, ND 58448 |
| Duane A. Plecity | Secretary |
| Harry B. Snyder | P.O. Box 131 Buffalo, ND 58011 |
| Robert Snyder | 200 Broadway South Buffalo, ND 58011 |

Officers:

| | |
|------------------|---------------------|
| Leone A. Nilsen | President |
| Robert Snyder | Vice President |
| Duane A. Plecity | Secretary |
| Harry B. Snyder | Treasurer |
| Joseph H. Epel | Assistant Treasurer |

Lynch Telecommunications Corporation

8 Sound Shore Drive
Greenwich, CT 06830

Directors:

| | |
|------------------|----------------|
| Robert E. Dolan | Controller |
| Jack C. Keen | Chairman |
| Michael J. Small | Vice President |

Officers:

| | |
|--------------------|--------------------------------------|
| Jack C. Keen | Chairman |
| Jack W. Keen | President |
| Michael J. Small | Vice President |
| Robert A. Hurwhich | Secretary |
| Mary Beth Baxter | Treasurer and Assistant Secretary |
| Robert E. Dolan | Controller |

Lynch Telephone Corporation
8 Sound Shore Drive
Greenwich, CT 06830

Directors:

| | |
|------------------|----------------|
| Robert E. Dolan | Controller |
| Jack C. Keen | Chairman |
| Michael J. Small | Vice President |

Officers:

| | |
|--------------------|--------------------------------------|
| Jack C. Keen | Chairman |
| Jack W. Keen | President |
| Michael J. Small | Vice President |
| Robert A. Hurwhich | Secretary |
| Mary Beth Baxter | Treasurer and Assistant Secretary |
| Robert E. Dolan | Controller |

SCHEDULE II
INFORMATION WITH RESPECT TO
TRANSACTIONS EFFECTED DURING THE PAST SIXTY DAYS OR
SINCE THE MOST RECENT FILING ON SCHEDULE 13D (1)
SHARES
PURCHASED AVERAGE
DATE SOLD(-) PRICE(2)

COMMON STOCK-CENTURY TELEPHONE

GIL II, LTD.

| | | |
|---|---------|---------|
| 4/03/95 | 500- | 30.8750 |
| 3/28/95 | 1,000- | 31.8750 |
| GABELLI FUNDS, INC. | | |
| THE GABELLI VALUE FUND | | |
| 3/27/95 | 5,000- | 32.2500 |
| 3/16/95 | 15,000- | 32.0217 |
| THE GABELLI TELECOMMUNICATION FUND | | |
| 4/10/95 | 4,000- | 31.1250 |
| THE GABELLI GROWTH FUND | | |
| 4/10/95 | 5,000- | 31.1000 |
| 4/04/95 | 20,000- | 30.2513 |
| THE GABELLI EQUITY TRUST, INC. | | |
| 3/24/95 | 3,000- | 32.5000 |
| THE GABELLI EQUITY INCOME FUND | | |
| 3/15/95 | 2,960- | 31.3750 |
| 2/23/95 | 1- | *DO |
| 2/13/95 | 2,961 | *DI |
| THE GABELLI COUCH POTATO FUND | | |
| 3/14/95 | 1,500- | 31.1667 |
| THE GABELLI CONVERTIBLE SECURITIES FUND | | |
| 4/07/95 | 4,000- | 31.5000 |
| 4/06/95 | 3,000- | 31.5000 |
| 4/06/95 | 8,000- | 31.6250 |
| 3/20/95 | 2,000- | 31.8750 |
| 3/02/95 | 1,999- | 31.2375 |
| 2/23/95 | 1- | *DO |
| 2/16/95 | 740- | 30.8750 |
| 2/13/95 | 19,740 | *DI |
| GAMCO INVESTORS, INC. | | |
| 4/12/95 | 8,000- | 30.1250 |
| 4/12/95 | 11,500- | 30.2380 |
| 4/11/95 | 3,500- | 30.8036 |

PAGE 28 OF 29

| | | |
|---------|---------|---------|
| 4/10/95 | 3,000- | 30.8125 |
| 4/06/95 | 1,000- | 31.5000 |
| 4/05/95 | 350- | 30.6250 |
| 3/31/95 | 1,500- | 30.3750 |
| 3/31/95 | 2,500- | 30.5000 |
| 3/30/95 | 500- | 31.7500 |
| 3/27/95 | 500 | 32.0000 |
| 3/27/95 | 500- | 32.0000 |
| 3/27/95 | 3,000- | 32.1833 |
| 3/23/95 | 1,000- | 31.8750 |
| 3/23/95 | 500- | 32.0000 |
| 3/23/95 | 5,600- | 32.0301 |
| 3/16/95 | 2,000- | 31.7500 |
| 3/15/95 | 3,000- | 31.1250 |
| 3/15/95 | 14,112- | 31.3750 |
| 3/10/95 | 550- | 30.2500 |
| 3/10/95 | 250 | 30.3750 |
| 3/09/95 | 34,200- | *DO |
| 3/08/95 | 3,947- | 30.6250 |
| 3/06/95 | 1,500- | 30.7500 |
| 2/23/95 | 1,400 | 30.9380 |
| 2/22/95 | 5,000 | 30.8750 |
| 2/17/95 | 4,700- | 30.8750 |
| 2/14/95 | 500 | 31.7500 |

PREFERRED CONVERTIBLE STOCK-CENTURY CV DEBT 6%

GABELLI FUNDS, INC.

THE GABELLI EQUITY INCOME FUND
2/13/95

75-

*DO

THE GABELLI CONVERTIBLE SECURITIES FUND
2/13/95

500-

*DO

GAMCO INVESTORS, INC.

2/13/95

100-

*DO

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

(2) PRICE EXCLUDES COMMISSION.

(*) RESULTS IN CHANGE OF DISPOSITIVE POWER AND BENEFICIAL OWNERSHIP
OF GAMCO INVESTORS, INC.

PAGE 29 OF 29

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