

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 3)
SC 13G/A

General Communication, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

369385 10 9
(CUSIP Number)

Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

ASS00851.WP5

CUSIP No. 369385 10 9

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above
Persons General Communication, Inc. Qualified Employee Stock Purchase
Plan ("Plan") 92-0072737

2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b) X (1)

3) SEC Use Only

4) Citizenship or Place of Organization

State of Alaska

Number of Shares Beneficially Owned by Each Reporting Person With (5) Sole Voting Power
1,760,802 Shares of Class A common stock (2)

(6) Shared Voting Power
None

(7) Sole Dispositive Power
1,760,802 Shares of Class A common stock (2)

(8) Shared Dispositive Power
None (2)

9) Aggregate Amount Beneficially Owned by Each Reporting Person

1,760,802 Shares of Class A common stock (2)

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
(See Instructions) Not applicable (1)

11) Percent of Class Represented by Amount in Row 9
8.9% (2)

12) Type of Reporting Person (See Instructions)
EP

(1) Shares are held in the name of and by the Plan for the benefit of individual employees of General Communication, Inc. ("Company") and its subsidiaries and their subsidiaries who are participating or have participated in the Plan.

(2) As of December 31, 1995.

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Item 1(a) Name of Issuer:

General Communication, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Item 2(a) Name of Person Filing:

General Communication, Inc. Qualified Employee Stock Purchase Plan

Item 2(b) Address of Principal Business Office or, if none, Residence:

2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Item 2(c) Citizenship:

Incorporated in State of Alaska

Item 2(d) Title of Class of Securities:

Class A Common Stock

Item 2(e) CUSIP Number:
369385 10 9

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) Broker or Dealer registered under Section 15 of the Act
- (b) Bank as defined in Section 3(a)(6) of the Act
- (c) Insurance Company as defined in Section 3(a)(19) of the Act
- (d) Investment Company registered under Section 8 of the Investment Company Act
- (e) Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

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- (f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see ss 240.13d-1(b)(1)(ii)(F)
- (g) Parent Holding Company, in accordance with ss 240.13d-1(b)(ii)(G) (Note: See Item 7)
- (h) Group, in accordance with ss. 240.13d-1(b)(1)(ii)(H)

Item 4 Ownership

- (a) Amount Beneficially Owned:
1,760,802 shares
- (b) Percent of Class
8.9%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote.....1,760,802
 - (ii) shared power to vote or to direct the vote.....None
 - (iii) sole power to dispose or to direct the disposition of.1,760,802
 - (iv) shared power to dispose or to direct the disposition of....None

Item 5 Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

Item 6 Ownership of More than Five Percent on Behalf of Another Person

All shares outstanding held by the Plan are held by and voted by the Plan for the benefit of participating employees of the Company and its subsidiaries.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

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Item 8 Identification and Classification of Members of the Group

Not applicable.

Item 9 Notice of Dissolution of Group

Not applicable.

Item 10 Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

Date January 29, 1996

Signature _____/s/_____

Name/Title Alfred J. Walker
Plan Administrator
General Communication, Inc.
Qualified Employee Stock Purchase Plan

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an

executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

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APPENDIX 1: AMENDMENT NO. 2

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SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 2)

General Communication, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

369385 10 9
(CUSIP Number)

Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 369385 10 9

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons

General Communication Inc. Qualified Stock Purchase Plan ("Plan")
92-0072737

2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b) X (1)

3) SEC Use Only

4) Citizenship or Place of Organization

State of Alaska

Number of Shares Beneficially Owned by Each Reporting Person With
(5) Sole Voting Power
1,490,555 Shares of Class A common stock (2)

(6) Shared Voting Power
None (2)

(7) Sole Dispositive Power
1,490,555 Shares of Class A common stock (2)

(8) Shared Dispositive Power
None (2)

 9) Aggregate Amount Beneficially Owned by Each Reporting Person
 1,490,555 Shares of Class A common stock (2)

 10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
 See Instructions N/A (1)

 11) Percent of Class Represented by Amount in Row 9
 7.6% (2)

 12) Type of Reporting Person (See Instructions)
 EP

 (1) Shares are held in the name of and by the Plan for the benefit of individual employees of General Communication, Inc. ("Company") and its subsidiaries and their subsidiaries who are participating or have participated in the Plan.

(2) As of December 31, 1994.

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 ASS0084F

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Item 1(a) Name of Issuer:
 General Communication, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:
 2550 Denali Street, Suite 1000
 Anchorage, Alaska 99503

Item 2(a) Name of Person Filing:
 General Communication, Inc. Qualified Employee Stock Purchase Plan

Item 2(b) Address of Principal Business Office or, if none, Residence:
 2550 Denali Street, Suite 1000
 Anchorage, Alaska 99503

Item 2(c) Citizenship:
 Incorporated in State of Alaska

Item 2(d) Title of Class of Securities:
 Class A Common Stock

Item 2(e) CUSIP Number:
 369385 10 9

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) Broker or Dealer registered under Section 15 of the Act
- (b) Bank as defined in Section 3(a)(6) of the Act
- (c) Insurance Company as defined in Section 3(a)(19) of the Act
- (d) Investment Company registered under Section 8 of the Investment Company Act
- (e) Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

SCHEDULE 13G
 ASS0084F

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- (f) Employee Benefit Plan, Pension Fund which is subject to the provisions of the

Employee Retirement Income Security Act of 1974 or Endowment Fund; see ss 240.13d-1(b) (1) (ii) (F)

(g) [] Parent Holding Company, in accordance with ss 240.13d-1(b) (ii) (G) (Note: See Item 7)

(h) [] Group, in accordance with ss. 240.13d-1(b) (1) (ii) (H)

Item 4 Ownership

(a) Amount Beneficially Owned:
1,490,555 shares

(b) Percent of Class
7.6%

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote.....1,490,555
- (ii) shared power to vote or to direct the vote.....None
- (iii) sole power to dispose or to direct the disposition of.1,490,555
- (iv) shared power to dispose or to direct the disposition of....None

Item 5 Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

Item 6 Ownership of More than Five Percent on Behalf of Another Person

All shares outstanding held by the Plan are held by and voted by the Plan for the benefit of participating employees of the Company and its subsidiaries.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

SCHEDULE 13G
ASS0084F

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Item 8 Identification and Classification of Members of the Group

Not applicable.

Item 9 Notice of Dissolution of Group

Not applicable.

Item 10 Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

Date January 25, 1995

Signature _____/s/_____

Name/Title Alfred J. Walker
Plan Administrator

General Communication, Inc.
Qualified Employee Stock Purchase Plan

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

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APPENDIX 2: AMENDMENT NO. 1

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1)

General Communication, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

369385 10 9
(CUSIP Number)

Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 369385 10 9

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons

General Communication Inc. Qualified Stock Purchase Plan ("Plan")
92-0072737

2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b) X (1)

3) SEC Use Only

4) Citizenship or Place of Organization

State of Alaska

Number of Shares Beneficially Owned by (5) Sole Voting Power
1,241,275 Shares of Class A common stock (2)

(6) Shared Voting Power
None

Each Reporting Person With -----
(7) Sole Dispositive Power
1,241,275 Shares of Class A common stock (2)

(8) Shared Dispositive Power
None (2)

9) Aggregate Amount Beneficially Owned by Each Reporting Person
1,241,275 Shares of Class A common stock (2)

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
See Instructions N/A (1)

11) Percent of Class Represented by Amount in Row 9
6.53% (2)

12) Type of Reporting Person (See Instructions)
EP

(1) Shares are held in the name of and by the Plan for the benefit of individual employees of General Communication, Inc. ("Company") and its subsidiaries and their subsidiaries who are participating or have participated in the Plan.

(2) As of December 31, 1993.

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ASS00850

Item 1(a) Name of Issuer:

General Communication, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:

2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Item 2(a) Name of Person Filing:

General Communication, Inc. Qualified Employee Stock Purchase Plan

Item 2(b) Address of Principal Business Office or, if none, Residence:

2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Item 2(c) Citizenship:

Incorporated in State of Alaska

Item 2(d) Title of Class of Securities:

Class A Common Stock

Item 2(e) CUSIP Number:
369385 10 9

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

(a) Broker or Dealer registered under Section 15 of the Act

(b) Bank as defined in Section 3(a)(6) of the Act

(c) Insurance Company as defined in Section 3(a)(19) of the Act

(d) Investment Company registered under Section 8 of the Investment Company Act

- (e) [] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

SCHEDULE 13G
ASS00850

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- (f) [X] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see ss 240.13d-1(b)(1)(ii)(F)
- (g) [] Parent Holding Company, in accordance with ss 240.13d-1(b)(ii)(G) (Note: See Item 7)
- (h) [] Group, in accordance with ss. 240.13d-1(b)(1)(ii)(H)

Item 4 Ownership

- (a) Amount Beneficially Owned:
1,241,275 shares
- (b) Percent of Class
6.53%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote.....1,241,275
 - (ii) shared power to vote or to direct the vote.....None
 - (iii) sole power to dispose or to direct the disposition of..1,241,275
 - (iv) shared power to dispose or to direct the disposition of...None

Item 5 Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

Item 6 Ownership of More than Five Percent on Behalf of Another Person

All shares outstanding held by the Plan are held by and voted by the Plan for the benefit of participating employees of the Company and its subsidiaries.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

SCHEDULE 13G
ASS00850

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Item 8 Identification and Classification of Members of the Group

Not applicable.

Item 9 Notice of Dissolution of Group

Not applicable.

Item 10 Certification

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

Date January 14, 1994
Signature _____/s/_____
Name/Title Alfred J. Walker
Plan Administrator
General Communication, Inc.
Qualified Employee Stock Purchase Plan

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (See 18 U.S.C. 1001).

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APPENDIX 3: INITIAL SCHEDULE 13G FILING

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Initial Schedule 13G Filing)

General Communication, Inc.
(Name of Issuer)

Class A Common Stock
(Title of Class of Securities)

369385 10 9
(CUSIP Number)

Check the following box if a fee is being paid with this statement [X]. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 369385 10 9

1) Names of Reporting Persons S.S. or I.R.S. Identification Nos. of Above Persons

General Communication Inc. Qualified Stock Purchase Plan ("Plan")
92-0072737

2) Check the Appropriate Box if a Member of a Group (See Instructions)
(a)
(b) X (1)

3) SEC Use Only

4) Citizenship or Place of Organization

State of Alaska

| | |
|--|--|
| Number of Shares Bene- ficially Owned by Each Reporting Person With | (5) Sole Voting Power 1,138,040 Shares of Class A common stock (2) |
| | (6) Shared Voting Power None |
| | (7) Sole Dispositive Power 1,138,040 Shares of Class A common stock (2) |
| | (8) Shared Dispositive Power None (2) |

9) Aggregate Amount Beneficially Owned by Each Reporting Person
1,138,040 Shares of Class A common stock (2)

10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares
See Instructions N/A 1

11) Percent of Class Represented by Amount in Row 9
9.0% 2

12) Type of Reporting Person (See Instructions)
EP

(1) Shares are held in the name of and by the Plan for the benefit of individual employees of General Communication, Inc. ("Company") and its subsidiaries and their subsidiaries who are participating or have participated in the Plan.

(2) As of December 31, 1992.

SCHEDULE 13G
ASS0084E

PAGE 2

Item 1(a) Name of Issuer:
General Communication, Inc.

Item 1(b) Address of Issuer's Principal Executive Offices:
2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Item 2(a) Name of Person Filing:
General Communication, Inc. Qualified Employee Stock Purchase Plan

Item 2(b) Address of Principal Business Office or, if none, Residence:
2550 Denali Street, Suite 1000
Anchorage, Alaska 99503

Item 2(c) Citizenship:
Incorporated in State of Alaska

Item 2(d) Title of Class of Securities:
Class A Common Stock

Item 2(e) CUSIP Number:
369385 10 9

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) [] Broker or Dealer registered under Section 15 of the Act
- (b) [] Bank as defined in Section 3(a) (6) of the Act
- (c) [] Insurance Company as defined in Section 3(a) (19) of the Act
- (d) [] Investment Company registered under Section 8 of the Investment Company Act
- (e) [] Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940

SCHEDULE 13G
ASS0084E

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- (f) [X] Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see ss 240.13d-1(b) (1) (ii) (F)
- (g) [] Parent Holding Company, in accordance with ss 240.13d-1(b) (ii) (G) (Note: See Item 7)
- (h) [] Group, in accordance with ss. 240.13d-1(b) (1) (ii) (H)

Item 4 Ownership

- (a) Amount Beneficially Owned:
1,138,040 shares
- (b) Percent of Class
9.0%
- (c) Number of shares as to which such person has:
 - (i) sole power to vote or to direct the vote.....1,138,040
 - (ii) shared power to vote or to direct the vote.....None
 - (iii) sole power to dispose or to direct the disposition of.1,138,040
 - (iv) shared power to dispose or to direct the disposition of....None

Item 5 Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

Item 6 Ownership of More than Five Percent on Behalf of Another Person

All shares outstanding held by the Plan are held by and voted by the Plan for the benefit of participating employees of the Company and its subsidiaries.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

Not applicable.

SCHEDULE 13G
ASS0084E

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Item 8 Identification and Classification of Members of the Group

Not applicable.

Item 9 Notice of Dissolution of Group

Not applicable.

Item 10 Certification

By signing below I certify that, to the best of my knowledge and

belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purposes or effect.

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.

Date February 10, 1993

Signature _____/s/_____

Name/Title Alfred J. Walker
Plan Administrator
General Communication, Inc.
Qualified Employee Stock Purchase Plan

The original statement shall be signed by each person on whose behalf the statement is filed or his authorized representative. If the statement is signed on behalf of a person by his authorized representative (other than an executive officer or general partner of this filing person), evidence of the representative's authority to sign on behalf of such person shall be filed with the statement, provided, however that a power of attorney for this purpose which is already on file with the Commission may be incorporated by reference. The name and any title of each person who signs the statement shall be typed or printed beneath his signature.

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