



NUMBER OF SHARES	7	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	0
EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER	0
PERSON	10	SHARED DISPOSITIVE POWER	0
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON			
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*			[ ]
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 0%			
14 TYPE OF REPORTING PERSON* CO HC			

<TABLE>  
<CAPTION>

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1 NAMES OF REPORTING PERSONS		I.R.S. IDENTIFICATION NOS.OF ABOVE PERSONS (ENTITIES ONLY)	
		First Chicago Financial Corporation. 36-2793711	
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*			
		(a)	[ ]
		(b)	[X]
3 SEC USE ONLY			
4 SOURCE OF FUNDS* 00			
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(E)			[ ]
Not Applicable			
6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware			
NUMBER OF SHARES	7	SOLE VOTING POWER	0
BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	0
EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER	0
PERSON WITH	10	SHARED DISPOSITIVE POWER	0
11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 0			
12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*			[ ]
13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11 0%			
14 TYPE OF REPORTING PERSON* CO			

<TABLE>  
<CAPTION>

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1 NAMES OF REPORTING PERSONS		I.R.S. IDENTIFICATION NOS.OF ABOVE PERSONS (ENTITIES ONLY)	
		First Chicago Investment Corporation. 36-2727230	

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) [ ]  
(b) [X]

3 SEC USE ONLY

4 SOURCE OF FUNDS\*  
00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(E) [ ]  
Not Applicable

6 CITIZENSHIP OR PLACE OF ORGANIZATION  
Delaware

NUMBER OF 7 SOLE VOTING POWER  
SHARES 0

BENEFICIALLY 8 SHARED VOTING POWER  
OWNED BY 0

EACH 9 SOLE DISPOSITIVE POWER  
REPORTING 0

PERSON 10 SHARED DISPOSITIVE POWER  
WITH 0

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
0

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11  
0%

14 TYPE OF REPORTING PERSON\*  
CO

</TABLE>

AMENDMENT NO. 1 TO SCHEDULE 13D

This Amendment No. 1 to the statement on Schedule 13D filed on November 12, 1996 (the "Initial Statement") by First Chicago Investment Corporation, a Delaware corporation ("FCIC"), First Chicago Financial Corporation, a Delaware corporation ("FCFC"), and First Chicago NBD Corporation, a Delaware corporation ("FCN"), relates to the Class B Common Stock (the "Class B Common Stock") of General Communication, Inc. (the "Company"), and is being filed pursuant to Rule 13d-2 of the General Rules and Regulations under the Securities Exchange Act of 1934, as amended (the "Act"). Capitalized terms used herein, unless otherwise defined, or the context requires otherwise, have the meaning ascribed to such terms in the Initial Statement.

Items 4, 5 and 6 of the Initial Statement are amended as set forth below:

ITEM 4. PURPOSE OF TRANSACTION

ADD THE FOLLOWING AFTER THE SIXTH PARAGRAPH OF ITEM 4 OF THE INITIAL STATEMENT:

As of December 5, 1997, the parties to the New Voting Agreement amended such agreement to allow certain parties, including FCIC, to withdraw from such New Voting Agreement.

ITEM 5. INTEREST IN SECURITIES OF THE ISSUER

DELETE THE FIRST PARAGRAPH OF ITEM 5(a) OF THE INITIAL STATEMENT AND REPLACE IT WITH THE FOLLOWING:

FCIC is the owner of 67,597 shares of Class A Common Stock representing 0.18% of the outstanding Class A Common Stock. FCIC does not own any Class B Common Stock. FCN and FCFC may be deemed to beneficially own shares of Class A Common Stock solely through their direct or indirect ownership of FCIC. FCIC is no longer a party to the New Voting Agreement, as so amended by the 1997 Amendment No. 1 to Voting Agreement, dated as of December 5, 1997 (the "Amended Voting Agreement"). FCIC, FCFC AND FCN EXPRESSLY DISCLAIM BENEFICIAL OWNERSHIP OF ANY SHARES OTHER THAN THE 67,597 DIRECTLY HELD BY FCIC.

DELETE THE FIRST SENTENCE OF THE THIRD PARAGRAPH OF ITEM 5(a) OF THE INITIAL STATEMENT AND REPLACE IT WITH THE FOLLOWING:

Madison Dearborn Advisors, L. P. ("MD Advisors") advises FCIC with respect to the 67,597 shares of Class A Common Stock owned by FCIC.

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DELETE ITEM 5(e) OF THE INITIAL STATEMENT AND REPLACE IT WITH THE FOLLOWING:

With the execution of the Amended Voting Agreement, FCIC ceased to be a member of any purported "group" of stockholders of the Company. The holdings of FCIC, and indirectly FCN and FCFC, are less than five percent of the Company's Class A Common Stock. As of the date of this Statement, FCIC's holdings represent approximately 0.18% of the outstanding Class A Common Stock of the Company. FCFC and FCN are deemed to beneficially own Shares solely through their direct or indirect ownership of FCIC. None of FCIC, FCN or FCFC own any shares of Class B Common Stock.

ITEM 6. CONTRACTS, ARRANGEMENTS, UNDERSTANDINGS OR RELATIONSHIPS WITH RESPECT TO SECURITIES OF THE ISSUER

THE FOLLOWING IS ADDED AFTER THE SEVENTH PARAGRAPH OF ITEM 6.

As described in Item 5(a), the New Voting Agreement was amended as of December 5, 1997, to allow certain of the original parties thereto to withdraw from such agreement. FCIC was one of the withdrawing parties. FCIC is no longer a party to any voting agreement relating to the shares of Class A Common Stock held by it or with respect to Class A Common Stock or Class B Common Stock held by any other stockholder of the Company.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this Statement is true, complete and correct.

Dated: February 10, 1998

FIRST CHICAGO NBD CORPORATION

BY: \_\_\_\_\_  
/s/ M. Eileen Kennedy  
M. Eileen Kennedy  
Treasurer

FIRST CHICAGO FINANCIAL CORPORATION

BY: \_\_\_\_\_  
/s/ M. Eileen Kennedy  
M. Eileen Kennedy  
Assistant Treasurer

FIRST CHICAGO INVESTMENT CORPORATION

BY: \_\_\_\_\_  
/s/ M. Eileen Kennedy  
M. Eileen Kennedy  
Vice President and Treasurer

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