

+-----+  
 | FORM 3 | UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 +-----+ WASHINGTON, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or  
 Section 30(f) of the Investment Company Act of 1940

(Print or Type Responses)

- 
1. Name and Address of Reporting Person\*  
 Madison Dearborn Partners V  
 -----  
 (Last) (First) (Middle)  
 Three First National Plaza, Suite 1330  
 -----  
 (Street)  
 -----  
 Chicago IL 60602  
 -----  
 (City) (State) (Zip)
2. Date of Event Requiring Statement (Month/Day/Year) 10/31/96  
 -----
3. IRS or Social Security Number of Reporting Person (Voluntary) 36-3621537  
 -----
4. Issuer Name and Ticker or Trading Symbol General Communication, Inc. (GNCMA)  
 -----
5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
 Director  Officer  10% Owner  Other  
 (give title below) (specify below)  
 (Reporting Person may be deemed members of a group.)  
 -----
6. If Amendment, Date of Original (Month/Day/Year) -----
7. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 - -  
 X  
 - - Form filed by More than One Reporting Person

TABLE I--NON-DERIVATIVE SECURITIES BENEFICIALLY OWNED

<TABLE>  
 <CAPTION>

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<S>	<C>	<C>	<C>
Class A Common Stock	30,916 (a)	D	

-----





