| FORM 4 | |
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[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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STATEMENT OF CHANGES IN 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

| 1. Name and Add | dress of Rep | orting Person | * 2. Iss | uer Nam | ie and | ΙT | ïcker o | or Ti | rading Sy | ymbol | 5. Relationship of Reporting (Check all applicable) | g Person(s | s) to Issuer | |
|-------------------------|----------------|-------------------|---|--|---------|---|-----------------|------------------|-------------------|--|---|-------------------------|---|--|
| GABELLI AS INC ET AL | SSET MA | NAGEME | NT CUI | RTISS W.B] | WR | IG | HT (| CO | RP | | Director | X 10% | 6 Owner | |
| (Last) | (First) | (Middle) | 3. Da | ite of Ear | liest ' | Tra | ansactio | on (| MM/DD/Y | YYY) | Officer (give title below) below) | Othe | er (specify | |
| , ONE CORP | ORATE | CENTER | | | 11 | 1/3 | 30/200 |)4 | | | | | | |
| | (Street) | | | 4. If Amendment, Date Original Filed (MM/DD/YYYY) | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| RYE, NY 105 (City) | 580 (State) | (Zip) | | | | | | | | | Form filed by One Reporting Pe X Form filed by More than One I | | erson | |
| | . , | · • · | Dominuatio | 5.000 | -4:00 | • | | | | ef on T | | Acporting 1 c | 218011 | |
| - | | 2. Trans. Date | 2A. Deemed Execution Date, if any | 3. Trans | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amo | unt of Securities Beneficially Owned ng Reported Transaction(s) | Ownership Form: Direct (D) or Indirect | Beneficial Ownership | | |
| | | | | | Code | v | Amount | (A) or (D) | | | | (I) (Instr. 4) | | |
| Class B Common Sto | ock | | 11/30/2004 | | Р | | 1000 | A | \$58.2785 | | 89800 | I | By: Investment Partnership (1) | |
| Class B Common Sto | ock | | | | | | | | | | 3500 | I | By: Investment Partnership (1) | |
| Class B Common Sto | ock | | | | | | | | | | 18800 | I | By: Investment Partnership (1) | |
| Class B Common Sto | ock | | | | | | | | | | 5300 | I | By: Investment Partnership (1) | |
| Tak | ble II - Deri | | | ficially O | | | <i>e.g.</i> , p | | , calls, w | | ts, options, convertible secu | | 11. Nature | |
| | | | | | | | | | | | | | | |

| 1 | . Title of Derivate | 2. | 3. | 3A. | 4. | 5.1 | Number of | 6. Date Exer | cisable | 7. Tit | tle and Amount of | 8. Price of | 9. Number | 10. | 11. Nature |
|---|---------------------|-------------|--------|-----------|-----------|------|----------------|--------------|------------|--------|-------------------------------|-------------|----------------|-------------|-------------|
| 5 | Security | Conversion | Trans. | Deemed | Trans. | De | erivative | and Expirati | on Date | Secu | rities Underlying | Derivative | of | Ownership | of Indirect |
| (| Instr. 3) | or Exercise | Date | Execution | Code | Se | ecurities | | | Deriv | ative Security | Security | derivative | Form of | Beneficial |
| | | Price of | | Date, if | (Instr. 8 |) Ac | cquired (A) or | | | (Instr | r. 3 and 4) | (Instr. 5) | Securities | Derivative | Ownership |
| | | Derivative | | any | | Di | isposed of (D) | | | | | | Beneficially | Security: | (Instr. 4) |
| | | Security | | | | | | | | | | | Owned | Direct (D) | |
| | | | | | | (In | nstr. 3, 4 and | | | | | | Following | or Indirect | |
| | | | | | | 5) | | | | | | | Reported | (I) (Instr. | |
| | | | | | | | | Date | Expiration | | Amount or Number of | | Transaction | 4) | |
| | | | | | Code | / (| (A) (D) | Exercisable | Date | Title | Amount or Number of Shares | | (s) (Instr. 4) | | |

Explanation of Responses:

(1) The Reporting Persons have less than a 100% interest in this entity. The amount of securities reported as beneficially owned reflects the total amount of securities held by this entity, which is greater than the Reporting Persons' indirect pecuniary interests. The Reporting

Persons hereby disclaim beneficial ownership of these securities in excess of their indirect pecuniary interests.

| Reporting Owners | | | | | | | | |
|--|----------|---------------|---------|-------|--|--|--|--|
| Departing Owner Name / Address | | Relationships | | | | | | |
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| GABELLI ASSET MANAGEMENT INC ET AL ONE CORPORATE CENTER RYE, NY 10580 | | X | | | | | | |
| GABELLI MARIO J C/O GABELLI ASSET MANAGEMENT INC ONE CORPORATE CENTER RYE, NY 10580 | | X | | | | | | |
| GABELLI GROUP CAPITAL PARTNERS INC 140 GREENWICH AVE. GREENWICH, CT 06830 | | x | | | | | | |

Signatures

/s/ James E. McKee, Attorney-in-Fact for MARIO J. GABELLI and Secretary of GABELLI ASSET MANAGEMENT INC. AND GABELLI GROUP CAPITAL PARTNERS, INC.

12/2/2004 Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.