

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934  
(Corrected Amendment No. 8)\*

SAGA COMMUNICATIONS, INC.

-----  
(Name of Issuer)

COMMON STOCK, CLASS A

-----  
(Title of Class of Securities)

786598102

-----  
(CUSIP Number)

Linda S. Martinson, Esq. (212) 583-2000  
767 Fifth Avenue, 24th Floor, New York, NY 10153

-----  
(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

-----  
(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 Schedule 13D, and is filing this schedule 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 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).

SEC 1746 (12-91)

Corrected Amendment Number 8 to Schedule 13D (continued)

CUSIP No. 786598102 Page 2 of 12 Pages

-----  
1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Capital Group, Inc.

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

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS

00

-----  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 477,500
	8	SHARED VOTING POWER 3,177,147
	9	SOLE DISPOSITIVE POWER 477,500
	10	SHARED DISPOSITIVE POWER 3,177,147

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,654,647

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

40.8%

14 TYPE OF REPORTING PERSON\*

HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Capital, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ X ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS  
2(C) OR 2(E) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

7 SOLE VOTING POWER  
477,500

8 SHARED VOTING POWER  
589,747

9 SOLE DISPOSITIVE POWER  
477,500

10 SHARED DISPOSITIVE POWER  
589,747

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,067,247

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.9%

14 TYPE OF REPORTING PERSON\*

HC, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

BAMCO, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ X ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS  
2(C) OR 2(E) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

7 SOLE VOTING POWER

8 SHARED VOTING POWER  
2,587,400

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

2,587,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,587,400

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

28.9%

14 TYPE OF REPORTING PERSON\*

IA, CO

\*SEE INSTRUCTIONS BEFORE FILLING OUT

-----  
 1 NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Capital Management, Inc.

-----  
 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ X ]  
 (b) [ ]

-----  
 3 SEC USE ONLY

-----  
 4 SOURCE OF FUNDS

00

-----  
 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS  
 2(C) OR 2(E) [ ]

-----  
 6 CITIZENSHIP OR PLACE OF ORGANIZATION

-----  
 NUMBER OF 7 SOLE VOTING POWER  
 SHARES 477,500

BENEFICIALLY OWNED BY 8 SHARED VOTING POWER  
 EACH 589,747

REPORTING PERSON 9 SOLE DISPOSITIVE POWER  
 WITH 477,500

-----  
 10 SHARED DISPOSITIVE POWER

589,747

-----  
 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,067,247

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

-----  
 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

11.9%

-----  
 14 TYPE OF REPORTING PERSON\*

IA, CO

-----  
 \*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Baron Asset Fund

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a) [ X ]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS  
2(C) OR 2(E) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

7 SOLE VOTING POWER

8 SHARED VOTING POWER  
2,312,400

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

2,312,400

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,312,400

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

25.8%

14 TYPE OF REPORTING PERSON\*

IV, 00

\*SEE INSTRUCTIONS BEFORE FILLING OUT

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Ronald Baron

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*

(a)  [ X ]  
(b)  [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS

00

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDING IS REQUIRED PURSUANT TO ITEMS  
2(C) OR 2(E)  [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

7 SOLE VOTING POWER  
477,500

8 SHARED VOTING POWER  
3,177,147

9 SOLE DISPOSITIVE POWER  
477,500

10 SHARED DISPOSITIVE POWER  
3,177,147

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,654,647

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

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

40.8%

14 TYPE OF REPORTING PERSON\*

HC, IN

\*SEE INSTRUCTIONS BEFORE FILLING OUT

Item 1. Security and Issuer

- (a) Name of Issuer:  
Saga Communications, Inc.
- (b) Address of Issuer's Principal Executive Offices:  
73 Kercheval Avenue  
Grosse Pointe Farms, MI 48236
- (c) Title and Class of Securities:  
Common Stock, Class A

Item 2. Identity and Background

- (a) Name:  
Baron Capital Group, Inc. ("BCG")  
Baron Capital, Inc. ("BCI")  
BAMCO, Inc. ("BAMCO")  
Baron Capital Management, Inc. ("BCM")  
Baron Asset Fund ("BAF")  
Ronald Baron
- (b) Business Address:  
767 Fifth Avenue  
24th Floor  
New York, NY 10153
- (c) Present Principal Business or Employment:  
BCG: Holding company  
BCI: Broker/Dealer, holding company  
BAMCO: Investment adviser  
BCM: Investment adviser  
BAF: Registered investment company  
Ronald Baron: President: BCG, BCI, BAMCO, BCM; CEO of BAF  
767 Fifth Avenue  
24th Floor  
New York, NY 10153
- (d) Record of Convictions:  
No material change.
- (e) Record of Civil Proceedings:  
No material change.
- (f) Citizenship:  
No material change.

Item 3. Source and Amount of Funds or Other Consideration

BAMCO directed the purchase of 2,587,400 shares of the issuer for its investment advisory clients for an aggregate purchase price of \$33,979,383. Of those shares, 2,312,400 were purchased for the account of BAF, for a total purchase price of \$30,174,831. BCM directed the purchase of 1,067,247 shares of the issuer for its investment advisory clients for an aggregate purchase price of \$12,056,863. All of the shares were paid for by cash assets in the respective clients' accounts and by margin borrowings for the account of one BCM client pursuant to standard margin agreements with Spear, Leeds & Kellogg.



Item 4. Purpose of Transaction  
 No material change.

Item 5. Interest in Securities of the Issuer

(a) Amount and percentage beneficially owned \*\*:

BCG:	3,654,647	40.8%*
BCI:	1,067,247	11.9%*
BAMCO:	2,587,400	28.9*
BCM:	1,067,247	11.9%*
BAF:	2,312,400	25.8%
Ronald Baron:	3,654,647	40.8%*

\*Disclaims beneficial ownership of these shares

(b) Number of shares as to which such person has\*\*:

- (i) sole power to vote or direct the vote:
 

BCG*:	477,500
BCI*:	477,500
BAMCO*:	0
BCM*:	477,500
BAF:	0
Ronald Baron*:	477,500
- (ii) shared power to vote or direct the vote:
 

BCG*:	3,177,147
BCI*:	589,747
BAMCO*:	2,587,400
BCM*:	589,747
BAF:	2,312,400
Ronald Baron*:	3,177,147
- (iii) sole power to dispose or to direct the disposition:
 

BCG*:	477,500
BCI*:	477,500
BAMCO*:	0
BCM*:	477,500
BAF:	0
Ronald Baron*:	477,500
- (iv) shared power to dispose or direct the disposition:
 

BCG*:	3,177,147
BCI*:	589,747
BAMCO*:	2,587,400
BCM*:	589,747
BAF:	2,312,400
Ronald Baron*:	3,177,147

\*\*The percentages reported are with respect to Class A stock only, which has one vote per share. The Issuer's Class B stock has 10 votes per share, making the total combined voting percentage for the Registrants hereunder equal to 17.4% of the combined voting classes of the Issuer's outstanding voting securities. On other than a voting basis, Registrants own 36% of the outstanding combined Class A and Class B shares.

\*Reporting Persons may be deemed to share power to vote and dispose of shares referred to herein as a result of control relationships (BCG and Ronald Baron with respect to all of the shares; BCI with respect to the BCM shares; BAMCO with respect to the BAF shares) and pursuant to investment advisory relationships with advisory clients. The shares reported above for sole power are attributable to investment partnerships for which BCM and Ronald Baron serve as general partners.

(c) A schedule of transactions effected in the last thirty-six days is attached hereto.

- (d) Ownership of More than Five Percent on Behalf of Another Person:  
The investment advisory clients have the right to receive the dividends from, or the proceeds from the sale of the securities in their respective accounts. To the best of Reporting Persons' knowledge, other than the shares reported herein, no person has such interest relating to more than 5% of the outstanding class of securities. Baron Capital Partners, L.P., an investment partnership and an advisory client of BCM, owns 468,750 (5.2%) of the shares reported herein.
- (e) Ownership of Less than Five Percent:  
Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer  
By virtue of their investment advisory agreements with their clients, BCM and BAMCO have been given the discretion to dispose or direct the disposition of the securities in the advisory accounts. All such agreements are, however, revocable. The advisory agreements for the Baron Funds have been approved by their Board of Trustees. The agreements of the Baron Funds are filed as exhibit 99 to Form N1-A for Baron Asset Fund and are incorporated by reference herein. All the advisory agreements are pursuant to a standard form.

Item 7. Material to be Filed as Exhibits  
Exhibit 99 - 36 days of trading.

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: August 25, 1997

Baron Capital Group, Inc., Baron Capital, Inc.,  
BAMCO, Inc., Baron Capital Management, Inc.  
and Baron Asset Fund  
By:

/s/ Ronald Baron

\_\_\_\_\_  
Ronald Baron, President

Ronald Baron, Individually  
By:

/s/ Ronald Baron

\_\_\_\_\_  
Ronald Baron

Transaction Schedule  
 From 07-18-97 To 08-22-97

Date	Acct ID	Trans	Qty..	Exec. Price
-----	-----	-----	-----	-----
07-22-97	baf	by	2,000	19.5536
07-22-97	bcm4	by	5,000	19.5536
07-23-97	bgi	by	750	19.5000
07-24-97	baf	by	2,100	19.3750
07-24-97	bcm4	by	2,500	19.3750
07-25-97	baf	by	5,600	19.4710
07-28-97	baf	by	5,300	19.3750
07-28-97	bcm4	by	5,000	19.4100
07-31-97	baf	by	10,000	19.3125
08-04-97	bcm4	by	4,000	19.5000
08-05-97	baf	by	25,500	19.2525
08-05-97	baf	by	1,000	19.6250
08-06-97	baf	by	1,500	19.7000
08-06-97	baf	by	200	19.5000
08-07-97	baf	by	5,000	19.9963
08-07-97	baf	by	5,100	19.9963
08-07-97	baf	by	5,000	19.9963
08-08-97	baf	by	6,700	20.0000
08-08-97	bcm4	sl	1,000	20.0000
08-13-97	baf	by	2,000	20.2500
08-14-97	baf	by	55,400	20.2556
08-15-97	baf	by	2,000	20.2500
08-15-97	baf	by	5,000	20.2500
08-18-97	baf	by	5,000	20.2500
08-19-97	baf	by	2,500	20.2500
08-19-97	baf	by	13,000	20.5000
08-19-97	baf	by	2,500	20.5000
08-19-97	bcm4	by	1,500	20.5000
08-19-97	bgi	by	5,500	20.5000
08-20-97	baf	by	5,000	20.6250
08-20-97	baf	by	10,000	20.6875