

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 7)*

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).

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
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
2,981,497

9 SOLE DISPOSITIVE POWER
477,500

10 SHARED DISPOSITIVE POWER
2,981,497

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,458,997

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

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

39.0%

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 7 SOLE VOTING POWER
SHARES 477,500

BENEFICIALLY OWNED BY 8 SHARED VOTING POWER
EACH 572,747

REPORTING PERSON 9 SOLE DISPOSITIVE POWER
WITH 477,500

10 SHARED DISPOSITIVE POWER

572,747

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,050,247

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
2,408,750

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

2,408,750

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,408,750

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

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

27.2%

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
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

7 SOLE VOTING POWER
477,500

8 SHARED VOTING POWER
572,747

9 SOLE DISPOSITIVE POWER
477,500

10 SHARED DISPOSITIVE POWER

572,747

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,050,247

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
2,140,000

9 SOLE DISPOSITIVE POWER

10 SHARED DISPOSITIVE POWER

2,140,000

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,140,000

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

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

24.2%

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 2,981,497
	9	SOLE DISPOSITIVE POWER 477,500
	10	SHARED DISPOSITIVE POWER 2,981,497

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

3,458,997

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

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

39.0%

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:
During the last five years, Filing Persons were not convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors.)
- (e) Record of Civil Proceedings:
During the last five years, Filing Persons were not a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgement, decree or final order enjoining future violations of, or prohibiting or mandating such activities subject to, federal or state securities laws or finding any violation with respect to such laws.
- (f) Citizenship:
BCG, BCI, BAMCO and BCM are New York corporations. BAF is a Massachusetts business trust. Ronald Baron is a citizen of the United States.

Item 3. Source and Amount of Funds or Other Consideration

BAMCO directed the purchase of 2,408,750 shares of the issuer for its investment advisory clients for an aggregate purchase price of \$30,392,633. Of those shares, 2,140,000 were purchased for the account of BAF, for a total purchase price of \$26,715,831. BCM directed the purchase of 1,050,247 shares of the issuer for its investment advisory clients for an aggregate purchase price of \$11,721,553. 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

The securities referred to herein 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. Filing Persons reserve the right to discuss management and other proposals with other persons.

Item 5. Interest in Securities of the Issuer

(a) Amount and percentage beneficially owned:

BCG:	3,458,997	39.0%*
BCI:	1,050,247	11.9%*
BAMCO:	2,408,750	27.2%*
BCM:	1,050,247	11.9%*
BAF:	2,140,000	24.2%
Ronald Baron:	3,458,997	39.0%*

*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*:	2,981,497
BCI*:	572,747
BAMCO*:	2,408,750
BCM*:	572,747
BAF:	2,140,000
Ronald Baron*:	2,981,497

(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*:	2,981,497
BCI*:	572,747
BAMCO*:	2,408,750
BCM*:	572,747
BAF:	2,140,000
Ronald Baron*:	2,981,497

*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 sixty 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 (5.3%) 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 - 60 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: July 17, 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 05-11-97 To 07-11-97

Date	Acct ID	Trans	Exec. Qty	Price
06-27-97	baf	by	3,500	18.8750
06-27-97	bcm4	by	7,000	18.8750
06-27-97	bcm4	by	5,000	18.8750
06-27-97	bcm4	by	8,600	18.8750
06-30-97	baf	by	5,825	18.7500
06-30-97	bcm4	by	1,000	18.5000
06-30-97	bcm4	by	4,000	18.5000
06-30-97	bcm4	by	5,000	18.5000
07-02-97	baf	by	5,000	18.4500
07-08-97	bcm4	by	5,000	18.1250
07-09-97	baf	by	35,000	17.7500
07-09-97	bcm4	by	4,000	17.7500
07-09-97	bcm4	by	12,500	17.7500
07-09-97	bcm4	by	3,500	17.7500