

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

OMB APPROVAL

OMB Number: 3235-0145
Expires: October 31, 1997
Estimated average burden
hours per response.....14.90

SCHEDULE 13D
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

Saga Communications, Inc.

(Name of Issuer)

Class A Common Stock, \$.01 par value

(Title of Class of Securities)

78659810

(CUSIP Number)

Howard S. Rosenblum, Esq., Harold F. Pfister, Esq.
Testa, Hurwitz & Thibeault, LLP
High Street Tower, 125 High Street
Boston, Massachusetts 02110
(617) 248-7000

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

September 24, 1996

(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 .

NOTE: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*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 the 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).

SCHEDULE 13D

CUSIP NO. 78659810

Page 2 of 18 Pages

1 NAME OF REPORTING PERSON

HLM PARTNERS VI, L.P.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

04-3173219

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER	0
NUMBER OF			
SHARES	8	SHARED VOTING POWER	0
BENEFICIALLY			
OWNED BY			
EACH	9	SOLE DISPOSITIVE POWER	0
REPORTING			
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 *
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 3 of 18 Pages

1 NAME OF REPORTING PERSON
HLM ASSOCIATES VI, L.P.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
04-3215396

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7 SOLE VOTING POWER

0

NUMBER OF

SHARES
BENEFICIALLY
OWNED BY

8 SHARED VOTING POWER

0

EACH
REPORTING
PERSON

9 SOLE DISPOSITIVE POWER

0

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 *

PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 4 of 18 Pages

1 NAME OF REPORTING PERSON

HLM PARTNERS II, L.P.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

04-2919259

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*

WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7 SOLE VOTING POWER 0
NUMBER OF
8 SHARED VOTING POWER 0
SHARES
BENEFICIALLY OWNED BY
9 SOLE DISPOSITIVE POWER 0
EACH REPORTING PERSON
10 SHARED DISPOSITIVE POWER 0
WITH

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 *
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 5 of 18 Pages

1 NAME OF REPORTING PERSON

HLM ASSOCIATES II, L.P.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

04-2919258

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

7 SOLE VOTING POWER 0
NUMBER OF

SHARES BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	0
EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER	0
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 *
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 6 of 18 Pages

1 NAME OF REPORTING PERSON
HLM PARTNERS IV, L.P.
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
04-3128419

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
WC

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

NUMBER OF	7	SOLE VOTING POWER	0
SHARES BENEFICIALLY OWNED BY	8	SHARED VOTING POWER	0
EACH	9	SOLE DISPOSITIVE POWER	

REPORTING
PERSON

0

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 *
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 7 of 18 Pages

1 NAME OF REPORTING PERSON

HLM ASSOCIATES III/IV, L.P.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

04-3128422

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER	0
NUMBER OF			
SHARES	8	SHARED VOTING POWER	0
BENEFICIALLY			
OWNED BY	9	SOLE DISPOSITIVE POWER	0
EACH			
REPORTING	10	SHARED DISPOSITIVE POWER	0
PERSON			
WITH			

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 *
PN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 8 of 18 Pages

1 NAME OF REPORTING PERSON

HLM MANAGEMENT CO. INC.

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

04-2803046

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
A

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER	0
NUMBER OF			
SHARES	8	SHARED VOTING POWER	0
BENEFICIALLY OWNED BY			
EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER	0
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)

14 TYPE OF REPORTING PERSON *

CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 9 of 18 Pages

1 NAME OF REPORTING PERSON

A.R. HABERKORN, III

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

###-##-####

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

(a) []

(b) []

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED
PURSUANT TO ITEMS 2(d) or 2(e)

[]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

7 SOLE VOTING POWER

0

NUMBER OF

SHARES
BENEFICIALLY
OWNED BY

8 SHARED VOTING POWER

0

EACH
REPORTING
PERSON

9 SOLE DISPOSITIVE POWER

0

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 *

IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 10 of 18 Pages

1 NAME OF REPORTING PERSON

JUDITH P. LAWRIE

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

###-##-####

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

3 SEC USE ONLY

4 SOURCE OF FUNDS* AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware

	7	SOLE VOTING POWER	0
NUMBER OF			
SHARES	8	SHARED VOTING POWER	0
BENEFICIALLY OWNED BY			
EACH REPORTING PERSON	9	SOLE DISPOSITIVE POWER	0
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 * IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 11 of 18 Pages

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

###-##-####

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*
AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
Delaware

	7	SOLE VOTING POWER	0
NUMBER OF			
SHARES	8	SHARED VOTING POWER	0
BENEFICIALLY			
OWNED BY			
EACH	9	SOLE DISPOSITIVE POWER	0
REPORTING			
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 *
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 12 of 18 Pages

1 NAME OF REPORTING PERSON
PETER J. GRUA

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

###-##-####

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*

AF

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
USA

7 SOLE VOTING POWER 0

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY

8 SHARED VOTING POWER 0

EACH
REPORTING
PERSON

9 SOLE DISPOSITIVE POWER 0

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 *
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13D

CUSIP NO. 78659810

Page 13 of 18 Pages

1 NAME OF REPORTING PERSON

FRANCES M. HAWK

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

###-##-####

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

3 SEC USE ONLY

4 SOURCE OF FUNDS*

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED []
PURSUANT TO ITEMS 2(d) or 2(e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION
U.S.A.

	7	SOLE VOTING POWER	0
NUMBER OF			
SHARES	8	SHARED VOTING POWER	0
BENEFICIALLY			
OWNED BY			
EACH	9	SOLE DISPOSITIVE POWER	0
REPORTING			
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 *
IN

*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1. Security and Issuer

This statement relates to shares of Class A common stock, \$.01 par value (the "Common Stock"), of Saga Communications, Inc. (the "Company"), having its principal offices at 73 Kercheval Avenue, Grosse Pointe Farms, Michigan 48236.

Item 2. Identity and Background

This statement is being filed by HLM Partners VI, L.P. ("HLM 6"), a Delaware limited partnership; the general partner of HLM 6, HLM Associates VI, L.P. ("Associates 6"), a Delaware limited partnership; HLM Partners II, L.P. ("HLM 2"), a Delaware limited partnership; the general partner of HLM 2, HLM Associates II, L.P. ("Associates 2"), a Delaware limited partnership; HLM Partners IV, L.P. ("HLM 4"), a Delaware limited partnership; the general partner of HLM 4, HLM Associates III/IV, L.P. ("Associates 4"), a Delaware limited partnership; HLM Management Co., Inc. ("Management Co."), the managing general partner of Associates 2, 4 and 6; three general partners of Associates 2, 4 and 6: A.R. Haberkorn, III, Judith P. Lawrie and James J. Mahoney, Jr.; and two additional general partners of Associates 6: Peter J. Grua and Frances M. Hawk (Haberkorn, Lawrie, Mahoney, Grua and Hawk collectively, the "Individual General Partners"). Each of the foregoing persons and entities shall be referred to herein individually as a "Reporting Person" or collectively as the "Reporting Persons."

The principal business of each of HLM 2, 4 and 6 is investment in entrepreneurial growth companies. The principal business of each of Associates 2, 4 and 6 is management of HLM 2, 4 and 6, respectively. Each of the Individual General Partners' principal occupation is his or her activities on behalf of HLM 2, Associates 2, HLM 4, Associates 4, HLM 6, Associates 6 and Management Co. and affiliated funds. Management Co. is wholly-owned by the Individual General Partners and is engaged in providing management, administrative and clerical services for HLM 2, 4 and 6 and affiliated funds.

The principal business address of each of the Reporting Persons is 222 Berkeley Street, Boston, Massachusetts 02116.

During the five years prior to the date hereof, none of the Reporting Persons have been convicted in a criminal proceeding or has been a party to a civil proceeding ending in a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

All of the Individual General Partners are United States citizens.

Item 3. Source and Amount of Funds or Other Consideration

Page 14 of 18

HLM 2, 4 and 6 acquired a total of 300,000 shares of Class A Common Stock (the "Shares") in open market transactions during a period beginning on September 12, 1994 and ending on May 22, 1995. The Shares were purchased at prices ranging from \$14.045 to \$20.36 per share, for an aggregate purchase price of \$4,985,981 which amount was derived from the working capital of HLM 2, 4 and 6.

Item 4. Purpose of the Transaction

Each of HLM 2, 4 and 6 has sold shares of the Company's Common Stock as a result of investment decisions.

Depending upon market conditions, their continuing evaluation of the business and prospects of the Company and other factors, the Reporting Persons may buy or sell additional shares in the open market. None of the Reporting Persons has any present plans which relate to or would result in:

(a) An extraordinary corporate transaction, such as a merger, reorganization or liquidation, involving the Company or any of its subsidiaries;

(b) A sale or transfer of a material amount of assets of the Company or any of its subsidiaries;

(c) Any change in the present board of directors or management of the Company;

(d) Any material change in the present capitalization or dividend policy of the Company;

(e) Any other material change in the Company's business or corporate structure;

(f) Changes in the Company's charter or bylaws or other actions which may impede the acquisition of control of the Company by any person;

(g) Causing a class of securities of the Company to be delisted from a national securities exchange or to cease to be authorized to be quoted in an inter-dealer quotation system of a registered national securities association;

(h) A class of equity securities of the Company becoming eligible for termination of registration pursuant to Section 12(g)(4) of the Securities Exchange Act of 1934; or

(i) Any action similar to any of those enumerated above.

Item 5. Interest in Securities of the Issuer

Page 15 of 18

THIS AMENDMENT NO. 1 TO THE SCHEDULE 13D ORIGINALLY FILED BY THE REPORTING PERSONS IS FILED TO REFLECT THE SALE(S) OF ALL SHARES OF CLASS A COMMON STOCK PREVIOUSLY REPORTED THEREIN AS BENEFICIALLY OWNED, OR DEEMED TO BE

BENEFICIALLY OWNED, BY THE REPORTING PERSONS. NO REPORTING PERSON CONTINUES TO HOLD SOLE OR SHARED POWERS TO VOTE OR TO DIRECT THE VOTE OR TO DISPOSE OF OR TO DIRECT THE DISPOSITION OF ANY SHARES OF CLASS A COMMON STOCK.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer

Except as described elsewhere herein, there are no contracts, arrangements, understandings, or relationships (legal or otherwise) among any of the Reporting Persons or between any Reporting Person and any other person with respect to any securities of the Company, including, but not limited to, transfer or voting of any of the securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or loss or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibit

Exhibit 1 - Agreement regarding filing of joint Schedule 13D incorporated by reference.

Page 16 of 18 pages

SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, we certify that the information set forth in this statement is true, complete and correct. We also hereby agree to file this statement jointly pursuant to the agreement incorporated by reference hereto.

Dated: February 5, 1997

HLM PARTNERS VI, L.P

By: HLM Associates VI, L.P.

By: HLM Management Co., Inc.,
its Managing General Partner

By: /s/ Peter J. Grua

Title: Director

HLM PARTNERS II, L.P.

By: HLM Associates II, L.P.

By: /s/ James J. Mahoney, Jr.

General Partner

HLM PARTNERS IV, L.P.

By: HLM Associates III/IV, L.P.

By: HLM Management Co., Inc.,
its Managing General Partner

By: /s/ James J. Mahoney, Jr.

Title: Director

Page 17 of 18 pages

HLM ASSOCIATES VI, L.P.

By: HLM Management Co., Inc.,
its Managing General Partner

By: /s/ Peter J. Grua

Title: Director

HLM ASSOCIATES II, L.P.

By: /s/ James J. Mahoney, Jr.

General Partner

HLM ASSOCIATES III/IV, L.P.

By: HLM Management Co., Inc.,
its Managing General Partner

By: /s/ James J. Mahoney, Jr.

Title: Director

/s/ A.R. Haberkorn, III

A.R. Haberkorn, III

/s/ Judith P. Lawrie

Judith P. Lawrie

/s/ James J. Mahoney, Jr.

James J. Mahoney, Jr.

/s/ Peter J. Grua

Peter J. Grua

/s/ Frances M. Hawk

Frances M. Hawk