

MAS JORGE
Form 4
September 07, 2005

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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).

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MAS JORGE

2. Issuer Name and Ticker or Trading Symbol
MASTEC INC [MTZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
800 DOUGLAS RD, 12TH FLOOR
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/02/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

CORAL GABLES, FL 33134

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	09/02/2005		S		1,300 ⁽¹⁾ \$ 11.17	D	D
Common Stock	09/02/2005		S		1,500 ⁽¹⁾ \$ 11.18	D	D
Common Stock	09/02/2005		S		100 ⁽¹⁾ \$ 11.21	D	D
Common Stock	09/02/2005		S		700 ⁽¹⁾ \$ 11.22	D	D
Common Stock	09/02/2005		S		600 ⁽¹⁾ \$ 11.24	D	D
	09/02/2005		S		300 ⁽¹⁾	D	D

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Common Stock					\$					
					11.26					
Common Stock	09/02/2005		S	<u>1,400</u> ⁽¹⁾	D	\$ 11.3	132,148	D		
Common Stock	09/02/2005		S	<u>3,600</u> ⁽¹⁾	D	\$ 11.31	128,548	D		
Common Stock	09/02/2005		S	<u>100</u> ⁽¹⁾	D	\$ 11.32	128,448	D		
Common Stock	09/02/2005		S	<u>100</u> ⁽¹⁾	D	\$ 11.33	128,348	D		
Common Stock	09/02/2005		S	<u>200</u> ⁽¹⁾	D	\$ 11.34	128,148	D		
Common Stock	09/02/2005		S	<u>400</u> ⁽¹⁾	D	\$ 11.38	127,748	D		
Common Stock	09/02/2005		S	<u>600</u> ⁽¹⁾	D	\$ 11.39	127,148	D		
Common Stock	09/02/2005		S	<u>25,000</u> ⁽¹⁾	D	\$ 11.4	102,148	D		
Common Stock	09/02/2005		S	<u>100</u> ⁽¹⁾	D	\$ 11.41	102,048	D		
Common Stock							8,599,361	I		Indirect 1 <u>(2)</u>
Common Stock							9,621,016	I		Indirect 2 <u>(3)</u>
Common Stock							282,670	I		Indirect 3 <u>(4)</u>

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu
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4, and 5)

Code	V	(A)	(D)	Date	Expiration	Title	Amount
				Exercisable	Date		or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MAS JORGE 800 DOUGLAS RD 12TH FLOOR CORAL GABLES, FL 33134	X	X		

Signatures

/s/ Jorge Mas 09/07/2005
 **Signature of Date
 Reporting Person

Explanation of Responses:

- * 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).
- (1) The shares were sold pursuant to a 10b5 (1) plan.
 - (2) Shares owned of record by Jorge Mas Holdings I Limited Partnership, a Texas limited partnership ("Jorge Mas Holdings"). The sole general partner of Jorge Mas Holdings is Jorge Mas Holdings Corporation, a Texas corporation that is wholly-owned by Mr. Jorge Mas.
 Shares owned directly by Jorge L. Mas Canosa Holdings I Limited Partnership, a Texas limited partnership, ("the Family Partnership"), and indirectly by Jorge Mas, as the president and sole director of Jorge L. Mas Canosa Holdings Corporation, a Texas corporation, the sole general partner of the Family Partnership. Mr. Jorge Mas disclaims beneficial ownership of the shares held by the Family Partnership except to the extent of his pecuniary interest therein.
 - (3) Shares owned directly by Jorge L. Mas Canosa Holdings I Limited Partnership, a Texas limited partnership, ("the Family Partnership"), and indirectly by Jorge Mas, as the president and sole director of Jorge L. Mas Canosa Holdings Corporation, a Texas corporation, the sole general partner of the Family Partnership. Mr. Jorge Mas disclaims beneficial ownership of the shares held by the Family Partnership except to the extent of his pecuniary interest therein.
 - (4) Shares owned of record by the Mas Family Foundation, Inc., a Florida not-for-profit corporation (the "Family Foundation") of which Mr. Jorge Mas is the president. Mr. Jorge Mas disclaims beneficial ownership of all shares owned by the Family Foundation.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.