FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| l | OMB APPROVAL         |           |  |  |  |  |  |  |  |  |
|---|----------------------|-----------|--|--|--|--|--|--|--|--|
|   | OMB Number:          | 3235-0287 |  |  |  |  |  |  |  |  |
| l | Estimated average bu | urden     |  |  |  |  |  |  |  |  |

0.5

hours per response:

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

|  |   |  |  |         | 01 .   | Secur  | JII 30(II)   | or tile  | iiives | Surient C                            | ,011               | ipariy Act  | JI 19-         | •0                          |                      |   |   |  |   |  |          |  |  |
|--|---|--|--|---------|--------|--|--|--|--------|--------------------------------------|--------------------|---|----------------|-----------------------------|----------------------|---|---|--|---|--|----------|--|--|
| 1. Name and Address of Reporting Person*<br><u>HEUVELEN JOHN VAN</u> |   |  |  |         |        | 2. Issuer Name and Ticker or Trading Symbol MASTEC INC [ MTZ ] |  |  |        |                                      |                    |   |                |                             |                      | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |  |   |  |          |  |  |
|  |   |  |  |         |        | [ ]  |  |  |        |                                      |                    |   |                |                             |                      | X   | Direc   | ctor   |   | 10% O  | wner     |  |  |
| (Last) (First) (Middle)  |   |  |  |         |        | 3. Date of Earliest Transaction (Month/Day/Year) 05/27/2010    |  |  |        |                                      |                    |   |                |                             |                      |   | Office  | er (give title<br>v)   |   | Other (<br>below)  | (specify |  |  |
| SUSTINGIT STREET   |   |  |  |         |        |  | 4. If Amendment, Date of Original Filed (Month/Day/Year) |  |        |                                      |                    |   |                |                             |                      |   |   | Individual or Joint/Group Filing (Check Applicable             |   |  |          |  |  |
| (Street)   |   |  |  |         | -   "  | 4. II Ameriament, Date of Original Filed (Month/Day/Year)      |  |  |        |                                      |                    |   |                |                             |                      | Line)   |   |  |   |  |          |  |  |
| DENVER CO 80218  |   |  |  |         |        |  |  |  |        |                                      |                    |   |                |                             |                      | Form filed by One Reporting Person                                      |   |  |   |  |          |  |  |
|  |   |  |  |         | -      |  |  |  |        |                                      |                    |   |                |                             |                      |   | Form filed by More than One Reporting<br>Person   |  |   |  |          |  |  |
| (City)   | (St   | (State) (Zip)                              |  |         |        |  |  |  |        |                                      |                    |   |                |                             |                      |   |   |  |   |  |          |  |  |
|  |   | Tabl                                       | e I - Noi                                    | n-Deriv | ative/ | Se   | curitie  | es Ac  | quir   | red, D                               | isp                | osed o  | f, or          | Ben                         | efici                | ally (  | Owne  | ed   |   |  |          |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Da           |   |  |  |         |        | ay/Year) if an   |  | A. Deemed<br>execution Date,<br>any<br>Month/Day/Year) |        | 3.<br>Transaction<br>Code (Instr.    |                    |   |                |                             | 4 and Se<br>Be<br>Ov |   | i. Amount of<br>Securities<br>Beneficially<br>Dwned Following<br>Reported                       |  | wnership<br>m: Direct<br>or Indirect<br>Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership                |          |  |  |
|  |   |  |  |         | C      | ode V  |  | Amount   |        | A) or<br>D)                          | Price              | •   | Transa         | nsaction(s)<br>tr. 3 and 4) |                      |   | (Instr. 4)  |  |   |  |          |  |  |
| Common Stock <sup>(1)</sup> 05/27/                                   |   |  |  |         |        |  | 2010   |  |        | A                                    |                    | 994   |                | A                           | \$                   | 0   | 20,794  |  |   | D  |          |  |  |
| Common Stock 05/27/  |   |  |  |         |        |  |  |  |        | F                                    |                    | 248   |                | D                           | \$11.62              |   | 20,546  |  |   | D  |          |  |  |
|  |   | Та   |  |         |        |  |  |  |        |                                      |                    | sed of,<br>onvertib   |                |                             |                      |   | ned   |  |   |  |          |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deem<br>Execution<br>if any<br>(Month/Da | Date,   |        | Transaction<br>Code (Instr.                                    |  | n of   |        | oate Exer<br>piration C<br>onth/Day/ |                    | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr.<br>and 4) |                |                             |                      |   | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownershi<br>Form:<br>Direct (D)<br>or Indirec<br>(I) (Instr. 4 | Ownership<br>Form:                                | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |          |  |  |
|  | Code  |  |  |         | v      | (A)  | (D)  |  |        |                                      | Expiration<br>Date | Title   | or<br>Nu<br>of | ount<br>mber<br>ares        |                      |   |   |  |   |  |          |  |  |

## **Explanation of Responses:**

1. Represents \$11,550.28 worth of immediately vested restricted stock based on the closing market price of MasTec's common stock on the New York Stock Exchange on May 27, 2010.

By: /s/ Alberto de Cardenas, P of A For: John Van Heuvelen

05/27/2010

\*\* Signature of Reporting Person

Date

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 Number.