

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>de Cardenas Alberto</u>  (Last) (First) (Middle) 800 DOUGLAS RD 12TH FLOOR  (Street) CORAL FL 33134 GABLES  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MASTEC INC [ MTZ ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) <u>EVP, General Counsel</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/16/2015</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/16/2015		M		19,742	A	\$10.13	114,693	D	
Common Stock <sup>(1)</sup>	04/16/2015		F		10,287	D	\$19.44	104,406	D	
Common Stock	04/16/2015		M		258	A	\$10.13	104,664	D	
Common Stock <sup>(1)</sup>	04/16/2015		F		176	D	\$19.44	104,488	D	

**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, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Incentive Stock Option (right to buy) <sup>(2)</sup>	\$10.13	04/16/2015		M		19,742		11/16/2006 <sup>(3)</sup>	11/16/2010	Common Stock	19,742	\$0	0	D	
Non-Qualified Stock Option (right to buy) <sup>(2)</sup>	\$10.13	04/16/2015		M		258		11/16/2006 <sup>(3)</sup>	11/16/2010	Common Stock	258	\$0	0	D	

**Explanation of Responses:**

- These shares represent shares of restricted stock granted under the MasTec, Inc. 2003 Employee Stock Incentive Plan. A pro rata portion of these shares will vest at the end of each fiscal quarter over the next two years beginning on June 30, 2006.
- Stock Option granted pursuant to the 2003 Employee Incentive Plan for no cash consideration.
- Exempt stock option granted under the MasTec, Inc. 2003 Employee Stock Incentive Plan. Stock options vest 50% on the first and 50% on the second anniversary of the Grant Date (11/16/2005).

Alberto De Cardenas 04/20/2015

\*\* 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.