## FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction 1(b).

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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Expires:	2014
Estimated average burden	
hours per	0.5
response:	0.5

1. Name and Address of Reporting Person* <u>TVETER ERIC J</u>		Person*	2. Issuer Name and Ticker or Trading Symbol <u>MASTEC INC</u> [ MTZ ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last)			3. Date of Earliest Transaction (Month/Day/Year) 05/01/2003	X Officer (give title Other (specify below) Chief Operating Officer
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
(City)	(State)	(Zip)		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)						Securities Beneficially Owned Following	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	<ul> <li>Reported Transaction(s) (Instr. 3 and 4)</li> </ul>		(1130.4)

### 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. Transa Code ( 8)		of		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	Amount or Number of Shares				
Stock Options (right to buy)	6.14	07/15/2002		A		50,000		07/15/2003 <sup>(1)</sup>	07/15/2009	Common Stock	50,000	<b>\$</b> 0	50,000	D	
Stock Options (right to buy)	2.215	05/01/2003		Α		35,000		05/01/2004 <sup>(2)</sup>	05/01/2010	Common Stock	35,000	<b>\$</b> 0	85,000	D	

Explanation of Responses:

1. Exempt stock option grant that vests over two years in equal installments of 50% per year beginning twelve months after date of grant (07/15/2003).

2. Exempt stock option grant that vests over three years in equal installments of 33.3% beginning twelve months after date of grant (05/01/2003).

#### s/Eliot Abbott

\*\* Signature of Reporting Person

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.

Date

05/05/2003