

QUANTA SERVICES INC
Form 4
August 11, 2008

FORM 4

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

OMB APPROVAL

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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 *
WILSON JOHN R /MO/

(Last) (First) (Middle)

1360 POST OAK BLVD., SUITE 2100

(Street)

HOUSTON, TX 77056-3023

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
QUANTA SERVICES INC [PWR]

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Pre.-Elec. Pwr. & Gas Div.

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price (A) or (D)			
Common Stock	08/08/2008		S		38,900 (1) D \$ 35	78,256	I	By John R. Wilson Trust
Common Stock	08/08/2008		S		5,000 (1) D \$ 35.01	73,256	I	By John R. Wilson Trust
Common Stock	08/08/2008		S		5,900 (1) D \$ 35.02	67,356	I	By John R. Wilson Trust
Common Stock	08/08/2008		S		200 (1) D \$ 35.03	67,156	I	By John R. Wilson

Trust

Common Stock 36,904 D

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

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON JOHN R /MO/ 1360 POST OAK BLVD., SUITE 2100 HOUSTON, TX 77056-3023	X		Pre.-Elec. Pwr. & Gas Div.	

Signatures

/s/ Vincent A. Mercaldi, Atty-in-Fact 08/11/2008
 **Signature of Reporting Person Date

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 sale of shares reported in this Form 4 were effected pursuant to a stock trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, which was entered into by Mr. Wilson, as a trustee of the John R. Wilson Revocable Declaration of Trust dated May 21, 1999 (as amended and restated on March 23, 2007), effective September 13, 2007 (the "Trading Plan"). The adoption of the Trading Plan was previously disclosed by the Company in its Current Report on Form 8-K filed with the

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Securities and Exchange Commission on August 13, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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