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/ OMB APPROVAL /
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/ Expires: December 31, 2001 /
/ Estimated average burden /
/ hours per response..... 1.0 /
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| FORM 5 |
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

[] Check 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
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(f) of the Investment Company Act of 1940

[] Form 3 Holdings Reported

[] Form 4 Transactions Reported

1. Name and Address of Reporting Person*

MARTELL JOHN A.

(Last) (First) (Middle)
17887 FOX DEN DRIVE

(Street)
GRANGER INDIANA 46530

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol QUANTA SERVICES, INC. - PWR

3. I.R.S. or Social Security Number of Reporting Person
(Voluntary) -----

4. Statement for Month/Year DECEMBER 2000

5. If Amendment, Date of Original (Month/Day/Year) -----

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

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

7. Individual or Joint/Group Reporting (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

<TABLE>
<CAPTION>

1. Title of Security 2. Trans- 3. Trans- 4. Securities Acquired (A) 5. Amount of 6. Owner-
7. Nature of In- action action or Disposed of (D) Securities ship
(Instr. 3) Date Code (Instr. 3, 4 and 5) Beneficially Form:
direct (Month/ (Instr. 8) Owned at Direct
Bene- Day/ End of (D) or

ficial
 Indirect Owner- Year)
 ship (A) or Year
 4) (Instr. 4) Amount (D) Price (Instr. 3 and 4) (I)
 (Instr. 4) Amount (D) Price (Instr. 3 and 4) (I)

<S>
 <C>

</TABLE>
 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).

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

<TABLE>
 <CAPTION>

1. Title of Derivative Security (Instr. 3) Securities	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Acquired (A) or Disposed of (Instr. 3, 4, and 5)
(D)				(A)
Employee Stock Option	23.5400	2/18/00	A	6,414(1)

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<CAPTION>

6. Date Exer- 11. Na- cisable and ture Expiration of In- Date direct (Month/Day/ Bene- Year) ficial Owner- ship Date (Instr. 4) Exer- cisable	7. Title and Amount of Underlying Securities (Instr. 3 and 4) Amount or Title Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End of Year (Instr. 4)	10. Owner- ship Form of De- rivative Secu- rity: Direct (D) or Indi- rect (1) (Instr. 4)
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<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>	(2)	2/17/10	Common Stock	6,414 (1)		6,414 (1)	D

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</TABLE>

Explanation of Responses:

- (1) As adjusted to reflect a 3 for 2 stock split on April 10, 2000.
- (2) The Option vests in four equal installments beginning on 2/18/01.

/s/ JOHN A. MARTELL

2/13/01

**John A. Martell

Date

** 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 provided is insufficient, see Instruction 6 for procedure.