OMB APPROVAL / OMB Number: 3235-0362 / / Expires: December 31, 2001 / / Estimated average burden / hours per response..... 1.0 / +----+ UNITED STATES | FORM 5 | SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 +----+ [ ] Check box if STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities obligations may Exchange Act of 1934 Section 17(a) of the obligations may Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or continue. See Instruction 1(b). 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\* COLSON JOHN (First) 1360 POST OAK BLVD., SUITE 2100 (Street) 77056 TEXAS HOUSTON (Citv) (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] Officer [ ] 10% Owner [ ] Other [X] Director (give title below) (specify below) CHIEF EXECUTIVE OFFICER 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> 2. Trans- 3. Trans-4. Securities Acquired (A) 5. Amount of 1. Title of Security 7. Nature action action or Disposed of (D) Securities (Instr. 3) ship of In-Code (Instr. 3, 4 and 5) Beneficially Date Form:

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## Explanation of Responses:

- (1) Includes 1,331 shares acquired under the Quanta Services, Inc. employee stock purchase plan in July 2000.
- (2) As adjusted to reflect a 3 for 2 stock split on April 10, 2000.
- (3) The Option vests in four equal installments beginning on 2/18/01.

/s/ JOHN C. COLSON 2/13/01
-----\*\*John C. Colson 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.