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/ OMB APPROVAL /
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/ hours per response..... 1.0 /
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| FORM 5 |
+-----+
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*

MILLER	JAMES	G.
-----	-----	-----
(Last)	(First)	(Middle)
20 WEST NINTH STREET		

(Street)		
KANSAS CITY	MISSOURI	64105-1711
-----	-----	-----
(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
7. Nature
(Instr. 3)
of In-
direct
Bene-
ficial
2. Trans-
action
Date
(Month/
Day/
3. Trans-
action
Code
(Instr. 8)
4. Securities Acquired (A)
or Disposed of (D)
(Instr. 3, 4 and 5)
5. Amount of
Securities
Beneficially
Owned at
End of
6. Owner-
ship
Form:
Direct
(D) or

[illegible]

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)

<S>	<C>	<C>	<C>	<C>
<C>				
EMPLOYEE STOCK OPTION	43.9375	5/24/00	A	7,500

<TABLE>
<CAPTION>

</TABLE>

Explanation of Responses:

(1) The Opinion vests in four equal installments beginning on 5/24/01.

/s/ JAMES G. MILLER

2/13/01

**James G. Miller

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.