/-----/ 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 continue. See Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940 Instruction 1(b). [] Form 3 Holdings Reported [] Form 4 Transactions Reported 1. Name and Address of Reporting Person* JENSEN DERRICK (Last) (First) (Middle) 1360 POST OAK BLVD., SUITE 2100 ______ (Street) HOUSTON TEXAS 2. Issuer Name and Ticker or Trading Symbol QUANTA SERVICES, INC. - PWR 3. I.R.S. or Social Security Number of Reporting Person (Voluntary) Statement for Month/Year DECEMBER 2000 If Amendment, Date of Original (Month/Day/Year) 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) [] Director [X] Officer [] 10% Owner [] Other (specify below) (give title below) VICE PRESIDENT, CONTROLLER & CHIEF ACCOUNTING 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 6. Owner-1. Title of Security 7. Nature action (Instr. 3) action or Disposed of (D) Securities ship of In-Date Code (Instr. 3, 4 and 5) Beneficially Form: direct

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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/ DERRICK A. JENSEN 2/13/01
-----**Derrick A. Jensen 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.