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/ OMB APPROVAL /  
/-----/  
/ OMB Number: 3235-0287 /  
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/ hours per response..... 0.5 /  
/-----/

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| FORM 4 |  
+-----+

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

[ ] Check this 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

(Print or Type Responses)

1. Name and Address of Reporting Person\*

Foster Vincent D.  
(Last) (First) (Middle)

1300 Post Oak Blvd., Suite 800

(Street)

Houston Texas 77056  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol Quanta Services, Inc., Trading  
Symbol "PWR"

3. I.R.S. Identification Number of Reporting Person, if an entity  
(voluntary)

4. Statement for Month/Year 12/01

5. If Amendment, Date of Original (Month/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 Filing (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 7. Nature of In- Security direct (Instr. 3) Bene- ficial Owner- ship 4) (Instr. 4)	2. Trans- action Date (Month/ Day/ Year)	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 Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.	
		Code	V	Amount	(A) or (D)	Price		(I)	
<S> <C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	
Limited Vote Common	01/04/01	J(1)		15,564	D	32.125	0	I	

Main Street  
Stock  
Equity

Ventores II,

L.P. (2)

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Limited Vote Common	191,698	D
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</TABLE>		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
\* If this form is filed by more than one reporting person, see Instruction 4(b)(v).  
  
Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number

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

FORM 4 (continued)

<TABLE>					
<CAPTION>					
-----					
1. Title of Derivative Security (Instr. 3) Securities	2. Conver- sion or	3. Trans- action	4. Transac- tion Code		5. Number of Der ative
	Exercise Price of	Date (Month/	(Instr. 8)		Acquired (A) Disposed of
(D)	Deriv-	Day/			(Instr. 3, 4,
and 5)	ative Security	Year)			
			-----		
			Code	V	(A)
(D)					
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11. Na-	6. Date Exer-	7. Title and Amount of	8. Price	9. Number	10. Owner-
ture	cisable and	Underlying Securities	of	of Deriv-	ship
of In-	Expiration	(Instr. 3 and 4)	Deriv-	ative	Form
direct	Date		ative	Secur-	of De-
	(Month/Day/		Secur-	ities	

Derivative	Beneficial	Year)				ity	Beneficial	
Security	Owner-ship					(Instr. 5)	Indirectly	Directly
Indirect	(Instr. 4)	Date	Expiration Date	Title	Amount or Number of Shares		Owned at End of Month	(D) or (I)
(Instr. 4)		Exercisable					(Instr. 4)	
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<S>		<C>	<C>	<C>	<C>	<C>	<C>	<C>
<C>								
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</TABLE>								

Explanation of Responses:  
 (1) Exchange for redemption of limited partnership interests in Main Street Equity Ventures II,L.P.  
 (2) The reporting person is Managing Director of Main Street Equity Ventures II, L.P.

/s/ Vincent D. Foster	01/09/02
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**Signature of Reporting Person	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 is insufficient, see Instruction 6 for procedure.

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