## SECURITIES & EXCHANGE COMMISSION Washington, D.C. 20549

SCHEDULE 13G/A\*

(Rule 13d-102) Amendment No. 2

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULES 13d-1(b), (c) AND (d) AND AMENDMENTS THERETO FILED PURSUANT TO 13d-2(b)

> Quanta Services, Inc. (Name of Issuer)

Common Stock (Title of Class of Securities)

> 74762E102 (CUSIP Number)

December 31, 2006 (Date of event which requires filing of this statement)

Check the appropriate box to designate the rule pursuant to which this Schedule 13G is filed:

- [ ] Rule 13d-1(b) [X] Rule 13d-1(c)
- [ ] Rule 13d-1(d)

(Page 1 of 12 Pages)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.	74762E102	13G/ <i>I</i>	A	Page	2 0	f 12	Pages
(1)	I.R.S.	F REPORTING PERSONS IDENTIFICATION NO. E PERSONS (ENTITIES (	ONLY) Tontine Oversea	s Asso	ocia	tes,	L.L.C.
(2)	CHECK TI	HE APPROPRIATE BOX IE	F A MEMBER OF A GR	 OUP **		(a) (b)	
(3)	SEC USE	ONLY					
(4)	CITIZENS	SHIP OR PLACE OF ORGA Delaware					
NUMBER OF SHARES	(5)	SOLE VOTING POWER	-0-				
BENEFICIAL	( - /	SHARED VOTING POWER	1,271,74	5			
EACH		SOLE DISPOSITIVE POW	VER -0-				
REPORTING		CUADED DISPOSITEIVE	OOMED				
PERSON WIT	'H (8)	SHARED DISPOSITIVE F	POWER				

(4) CITIZENSHIP OR PLACE OF ORGANIZATION

		De	elaware			
NUMBER OF	(5)	SOLE VOTIN	IG POWER		-0-	
SHARES						
BENEFICIALLY	(6)	SHARED VOI	ING POWER			
OWNED BY					4,157,131 	
EACH	(7)	SOLE DISPO	SITIVE POW			
REPORTING					-0- 	
PERSON WITH		SHARED DIS			4,157,131	
	GREGATE 'EACH R	AMOUNT BEN EPORTING PE	EFICIALLY CRSON	OWNED	4,157,131	
	HECK BOX	IF THE AGG ) EXCLUDES	GREGATE AMO			[ ]
, ,		F CLASS REF IN ROW (9)			3.53%	
(12) TY	PE OF R	EPORTING PE			IA	
					FILLING OUT!	
CUSIP No. 74	1762E102		13G/ <i>I</i>	A	Page 5	of 12 Pages
	I.R.S.	F REPORTING IDENTIFICAT E PERSONS (	TION NO. (ENTITIES (		e Partners, L.P.	
(2)		HE APPROPRI			R OF A GROUP **	(a) [X]
	SEC USE					
		 Ship or pl <i>i</i>				
 NUMBER OF		SOLE VOTIN				
SHARES					-0- 	
BENEFICIALLY	(6)	SHARED VOI	ING POWER			
OWNED BY					1,274,024	
EACH	(7)	SOLE DISPO	SITIVE POW		-0-	
REPORTING						
PERSON WITH					1,274,024	
(9)		ATE AMOUNT H REPORTING		LLY OWNED	1,274,024	
	CHECK :	BOX IF THE	AGGREGATE	AMOUNT		[]
(11)		T OF CLASS				
/		UNT IN ROW			1.08%	
		F REPORTING				
		PN				

(1)	NAMES OF REPORTING PERSO I.R.S. IDENTIFICATION NO OF ABOVE PERSONS (ENTITI	ES ONLY)	M	G.
		Tontine	Management, L.L.	C. 
(2)	CHECK THE APPROPRIATE BO	X IF A MEMBER		(a) [X] (b) []
· · /	SEC USE ONLY			
(4)	CITIZENSHIP OR PLACE OF Delaware	ORGANIZATION		
 NUMBER OF				
SHARES		- 	· 0 – · – – – – – – – – – – – – – – – – – –	
BENEFICIALI	Y (6) SHARED VOTING PC			
OWNED BY		1	.,274,024 	
EACH	(7) SOLE DISPOSITIVE		-0-	
REPORTING				
	(8) SHARED DISPOSITI	1	,274,024	
(9) <i>I</i>	GGREGATE AMOUNT BENEFICIA			
	Y EACH REPORTING PERSON		,274,024	
(10)	HECK BOX IF THE AGGREGATE N ROW (9) EXCLUDES CERTAI	AMOUNT N SHARES **		[ ]
(11) I	ERCENT OF CLASS REPRESENT Y AMOUNT IN ROW (9)	ED		
		1 	. <b>.</b> 08% 	
(12)	YPE OF REPORTING PERSON *		Ā	
	** SEE INSTRUCT	'IONS BEFORE FI		
CUSIP No. 7	4762E102 13G/A		Page 7 of 12	Pages
(1)	NAMES OF REPORTING PERSO I.R.S. IDENTIFICATION NO OF ABOVE PERSONS (ENTITI	).	Jeffrey	L. Gendell
(2)	CHECK THE APPROPRIATE BO	X IF A MEMBER	OF A GROUP **	(a) [X] (b) []
	SEC USE ONLY			
(4)	CITIZENSHIP OR PLACE OF United S	ORGANIZATION		
 NUMBER OF	(5) SOLE VOTING POWE	ZR .	-0-	
SHARES				
BENEFICIALI	Y (6) SHARED VOTING PO		702 000	
OWNED BY			5,702,900 	
EACH	(7) SOLE DISPOSITIVE		-0-	
REPORTING			-0 <i>-</i> 	
	(8) SHARED DISPOSITI	6	5,702,900	
(9)	AGGREGATE AMOUNT BENEFI			
	BY EACH REPORTING PERSO		5,702,900	

(10) CHECK BOX IF THE AGGREGATE AMOUNT
IN ROW (9) EXCLUDES CERTAIN SHARES \*\* [ ]

(11) PERCENT OF CLASS REPRESENTED
BY AMOUNT IN ROW (9)

5.70%

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(12) TYPE OF REPORTING PERSON \*\*

· \_\_\_\_\_

\*\* SEE INSTRUCTIONS BEFORE FILLING OUT!

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Item 1(a). Name of Issuer:

The name of the issuer is Quanta Services, Inc. (the "Company").

Item 1(b). Address of Issuer's Principal Executive Offices:

The Company's principal executive offices are located at 1360 Post Oak Boulevard, Suite 2100, Houston, Texas 77056.

Item 2(a). Name of Person Filing:

This statement is filed by:

- (i) Tontine Overseas Associates, L.L.C., a limited liability company organized under the laws of the State of Delaware ("TOA"), which serves as investment manager to Tontine Capital Overseas Master Fund, L.P., a Cayman Islands partnership ("TCO"), Tontine Overseas Fund Ltd., a Cayman Islands Corporation ("TO") and certain separately managed accounts, with respect to the shares of Common Stock directly owned by TCO, TO and the separately managed accounts;
- (ii) Tontine Capital Partners, L.P., a Delaware limited partnership ("TCP") with respect to the shares of Common Stock directly owned by it;
- (iii) Tontine Capital Management, L.L.C., a Delaware limited liability company organized under the laws of the State of Delaware ("TCM"), with respect to the shares of Common Stock directly owned by TCP;
- (iv) Tontine Partners, L.P., a Delaware limited partnership ("TP") With respect to the shares of Common Stock directly owned by it;
- (v) Tontine Management, L.L.C., a Delaware limited liability company organized under the laws of the State of Delaware ("TM"), with respect to the shares of Common Stock directly owned by TP; and
- (vi) Jeffrey L. Gendell, a United States citizen ("Mr. Gendell") with respect to the shares of Common Stock directly owned by each of TCO, TO, the separately managed accounts, TCP and TP.

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons." Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

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Item 2(b). Address of Principal Business Office or, if None, Residence:

The address of the business office of each of the Reporting Persons is 55 Railroad Avenue, Greenwich, Connecticut 06830.

Item 2(c). Citizenship:

See Item 2(a) above.

Item 2(d). Title of Class of Securities:

Common Stock, No par value (the "Common Stock")

Item 2(e). CUSIP Number:

74762E102

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or

(c), chec	k whe	ethe	the person filing is a:	
	(a)	[ ]	Broker or dealer registered under Section 15 of the Act,	
	(b)	[ ]	Bank as defined in Section 3(a)(6) of the Act,	
	(c)	[ ]	Insurance Company as defined in Section 3(a)(19) of the Act,	
	(d)	[ ]	Investment Company registered under Section 8 of the Investment Company Act of 1940,	
	(e)	[ ]	Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E)	,
	(f)	[ ]	Employee Benefit Plan or Endowment Fund in accordance with 13d-1(b)(1)(ii)(F),	
	(g)	[ ]	Parent Holding Company or control person in accordance with Rule $13d-1(b)(1)(ii)(G)$ ,	
	(h)	[ ]	Savings Association as defined in Section 3(b) of the Federal Deposit Insurance Act,	
	(i)	[ ]	Church Plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940,	
	(j)	[ ]	Group, in accordance with Rule 13d-1(b)(1)(ii)(J).	
Not a	appli	icab	∍.	
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Item 4.	Owne	ersh	··	
in the res	ued a	E Ite	ine Overseas Associates, L.L.C.  (a) Amount beneficially owned: 1,271,745  (b) Percent of class: 1.08% The percentages used herein and m 4 are calculated based upon the 117,614,150 shares of Common testanding as of November 1, 2006, as reflected in the 2 for the quarterly period ended September 30, 2006.  (c) (i) Sole power to vote or direct the vote: -0-  (ii) Shared power to vote or direct the vote: 1,271,745  (iii) Sole power to dispose or direct the disposition: -0-  (iv) Shared power to dispose or direct the disposition: 1,271,745	'n
1	В.	Ton	ine Capital Partners, L.P.  (a) Amount beneficially owned: 4,157,131  (b) Percent of class: 3.53%  (c) (i) Sole power to vote or direct the vote: -0-  (ii) Shared power to vote or direct the vote: 4,157,131  (iii) Sole power to dispose or direct the disposition: -0-  (iv) Shared power to dispose or direct the disposition: 4,157,131	
	c.	Ton	ine Capital Management, L.L.C.  (a) Amount beneficially owned: 4,157,131  (b) Percent of class: 3.53%  (c) (i) Sole power to vote or direct the vote: -0-  (ii) Shared power to vote or direct the vote: 4,157,131  (iii) Sole power to dispose or direct the disposition: -0-  (iv) Shared power to dispose or direct the disposition: 4,157,131	
1	D.	Ton	ine Partners, L.P.  (a) Amount beneficially owned: 1,274,024  (b) Percent of class: 1.08%  (c) (i) Sole power to vote or direct the vote: -0-  (ii) Shared power to vote or direct the vote: 1,274,024  (iii) Sole power to dispose or direct the disposition: -0-  (iv) Shared power to dispose or direct the disposition: 1,274,024	
1	Ε.	Ton	ine Management, L.L.C.  (a) Amount beneficially owned: 1,274,024  (b) Percent of class: 1.08%  (c) (i) Sole power to vote or direct the vote: -0-  (ii) Shared power to vote or direct the vote: 1,274,024  (iii) Sole power to dispose or direct the disposition: -0-  (iv) Shared power to dispose or direct the disposition: 1,274,024	

- F. Jeffrey L. Gendell
  - (a) Amount beneficially owned: 6,702,900
  - (b) Percent of class: 5.70%
  - (c)(i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 6,702,900
  - (iii) Sole power to dispose or direct the disposition: -0-
  - (iv) Shared power to dispose or direct the disposition: 6,702,900

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Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

TCM, the general partner of TCP, has the power to direct the affairs of TCP, including decisions respecting the disposition of the proceeds from the sale of the shares of the Company. TM, the general partner of TP, has the power to direct the affairs of TP, including decisions respecting the disposition of the proceeds from the sale of the shares of the Company. Mr. Gendell is the managing member of TCM, TM and TOA, and in that capacity directs their operations. Each of the clients of TOA has the power to direct the receipt of dividends from or the proceeds of sale of such shares.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

See Item 2.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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## SIGNATURES

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 5, 2007

/s/ JEFFREY L. GENDELL
Jeffrey L. Gendell, individually, and as managing member of
Tontine Capital Management, L.L.C.,
general partner of
Tontine Capital Partners, L.P. and as managing member of Tontine Management
L.L.C., general partner of Tontine
Partners, L.P. and as managing member of
Tontine Overseas Associates, L.L.C.