SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): August 14, 2002

QUANTA SERVICES, INC. (Exact name of registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation)

1360 Post Oak Boulevard, Suite 2100
Houston, Texas 77056
(Address of principal executive offices, including ZIP code)

(713) 629-7600 (Registrant's telephone number, including area code)

Not Applicable (Former name or former address, if changed since last report)

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

The following exhibits are furnished as part of this Current Report on Form $8\text{-}\mathrm{K}\colon$

Exhibit Exhibit No.

99.1 Statement under Oath of Principal Executive Officer 99.2 Statement under Oath of Principal Financial Officer

ITEM 9. REGULATION FD DISCLOSURE.

The Principal Executive Officer and the Principal Financial Officer of Quanta Services, Inc. (the "Company") each submitted to the Securities and Exchange Commission on August 14, 2002 the statements under oath required by Commission Order No. 4-460. Copies of each such statement are attached hereto as exhibits. On August 14, 2002, the Chief Executive Officer and Chief Financial Officer of the Company also each submitted the certifications required by Section 906 of the Sarbanes-Oxley Act of 2002 in connection with the filing of the Company's Quarterly Report on Form 10-Q for the period ending June 30, 2002. Copies of each such statement were attached as exhibits to the Company's Form 10-Q for the period ended June 30, 2002, filed on August 14, 2002.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Dated: August 14, 2002

OUANTA SERVICES, INC.

By: /s/ DANA A. GORDON
----Name: Dana A. Gordon

Title: Vice President - General Counsel

EXHIBIT INDEX

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EXHIBIT

NUMBER

DESCRIPTION

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STATEMENT UNDER OATH OF PRINCIPAL EXECUTIVE OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

- I, John R. Colson, state and attest that:
- (1) To the best of my knowledge, based upon a review of the covered reports of Quanta Services, Inc., and, except as corrected or supplemented in a subsequent covered report:
 - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - o the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 filed with the Commission of Quanta Services, Inc.;
 - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Quanta Services, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - o any amendments to any of the foregoing.

/s/ JOHN R. COLSON
-----John R. Colson,
Chairman and
Chief Executive Officer
August 14, 2002

Subscribed and sworn to before me this 14th day of August 2002.

/S/ MARY ST. MICHEL
----Notary Public

My Commission Expires: 12/21/05

STATEMENT UNDER OATH OF PRINCIPAL FINANCIAL OFFICER REGARDING FACTS AND CIRCUMSTANCES RELATING TO EXCHANGE ACT FILINGS

- I, James H. Haddox, state and attest that:
- (1) To the best of my knowledge, based upon a review of the covered reports of Quanta Services, Inc., and, except as corrected or supplemented in a subsequent covered report:
 - o no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - o no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the Company's audit committee.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - o the Annual Report on Form 10-K for the fiscal year ended December 31, 2001 filed with the Commission of Quanta Services, Inc.;
 - o all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Quanta Services, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - o any amendments to any of the foregoing.

/s/ JAMES H. HADDOX
-----James H. Haddox,
Chief Financial Officer
August 14, 2002

Subscribed and sworn to before me this 14th day of August 2002.

My Commission Expires: 12/21/05