

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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☐ 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
 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * <u>Helwig David R</u> (Last) (First) (Middle) <u>1360 POST OAK BOULEVARD, SUITE 2100</u> (Street) <u>HOUSTON TX 77056-3023</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>QUANTA SERVICES INC [PWR]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>05/07/2008</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/07/2008		M		18,295	A	\$16.81	18,295	D	
Common Stock	05/07/2008		S		8,349 ⁽¹⁾	D	\$28.5	9,946	D	
Common Stock	05/07/2008		S		8,349 ⁽¹⁾	D	\$28.5	1,597	D	
Common Stock	05/07/2008		S		1,597 ⁽¹⁾	D	\$28.5	0	D	
Common Stock	05/07/2008		M		33,396	A	\$10.63	33,396	D	
Common Stock	05/07/2008		S		6,752 ⁽¹⁾	D	\$28.5	26,644	D	
Common Stock	05/07/2008		S		8,349 ⁽¹⁾	D	\$28.5	18,295	D	
Common Stock	05/07/2008		S		8,349 ⁽¹⁾	D	\$28.5	9,946	D	
Common Stock	05/07/2008		S		8,349 ⁽¹⁾	D	\$28.5	1,597	D	
Common Stock	05/07/2008		S		1,597 ⁽¹⁾	D	\$28.5	0	D	
Common Stock								456,198	I	By DRHCLH Partnership, LP

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to buy)	\$10.63	05/07/2008		M		6,752	08/30/2007	05/06/2014	Common Stock	6,752	\$0.00	54,850	D	
Stock Options (Right to buy)	\$10.63	05/07/2008		M		8,349	08/30/2007	05/06/2014	Common Stock	8,349	\$0.00	46,501	D	
Stock Options (Right to buy)	\$10.63	05/07/2008		M		8,349	08/30/2007	05/06/2014	Common Stock	8,349	\$0.00	38,152	D	
Stock Options (Right to buy)	\$10.63	05/07/2008		M		8,349	08/30/2007	05/06/2014	Common Stock	8,349	\$0.00	29,803	D	
Stock Options (Right to buy)	\$10.63	05/07/2008		M		1,597	08/30/2007	05/06/2014	Common Stock	1,597	\$0.00	28,206	D	
Stock Options (Right to buy)	\$16.81	05/07/2008		M		8,349	08/30/2007	11/06/2016	Common Stock	8,349	\$0.00	9,946	D	
Stock Options (Right to buy)	\$16.81	05/07/2008		M		8,349	08/30/2007	11/06/2016	Common Stock	8,349	\$0.00	1,597	D	
Stock Options (Right to buy)	\$16.81	05/07/2008		M		1,597	08/30/2007	11/06/2016	Common Stock	1,597	\$0.00	0	D	

Explanation of Responses:

1. The sale of shares reported in this Form 4 were effected pursuant to a stock trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, which was entered into by Mr. Helwig effective November 15, 2007 (the "Trading Plan"). The adoption of the Trading Plan was previously disclosed by the Company in its Current Report on Form 8-K filed with the Securities and Exchange Commission on November 26, 2007.

Remarks:

/s/ Vincent A. Mercaldi, Atty-in-
Fact

05/09/2008

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, *see* Instruction 4 (b)(v).

** 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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