

AMERICAN TOWER CORP /MA/

Form 4

June 03, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Number: 3235-0287Expires: January 31,
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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 OF
SECURITIES**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MOSKOWITZ STEVEN J2. Issuer Name **and** Ticker or Trading
Symbol
**AMERICAN TOWER CORP /MA/
[AMT]**5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
116 HUNTINGTON AVENUE

(Street)3. Date of Earliest Transaction
(Month/Day/Year)
06/02/2008☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President, U.S. Operations**BOSTON, MA 02116**4. If Amendment, Date Original
Filed(Month/Day/Year)6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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			
Class A Common Stock	06/02/2008		S ⁽¹⁾		14,514	D	\$ 45	141,493	D	
Class A Common Stock	06/02/2008		S ⁽¹⁾		2,600	D	\$ 45.01	138,893	D	
Class A Common Stock	06/02/2008		S ⁽¹⁾		1,200	D	\$ 45.03	137,693	D	
Class A Common	06/02/2008		S ⁽¹⁾		400	D	\$ 45.04	137,293	D	

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Stock

Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	500	D	\$ 45.07	136,793	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	100	D	\$ 45.08	136,693	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	1,756	D	\$ 45.09	134,937	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	700	D	\$ 45.1	134,237	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	100	D	\$ 45.18	134,137	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	200	D	\$ 45.2	133,937	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	600	D	\$ 45.22	133,337	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 45.23	133,037	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	600	D	\$ 45.24	132,437	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	400	D	\$ 45.25	132,037	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	1,400	D	\$ 45.26	130,637	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	900	D	\$ 45.27	129,737	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 45.29	129,437	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	800	D	\$ 45.31	128,436	D

Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 45.34	128,337	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	200	D	\$ 45.36	128,137	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	100	D	\$ 45.37	128,037	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	500	D	\$ 45.38	127,537	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	700	D	\$ 45.39	126,837	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	77	D	\$ 45.45	126,760	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	400	D	\$ 45.46	126,360	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 45.47	126,060	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	200	D	\$ 45.48	125,860	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	3,700	D	\$ 45.49	122,160	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	300	D	\$ 45.5	121,860	D
Class A Common Stock	06/02/2008	<u>S⁽¹⁾</u>	1,321	D	\$ 45.51	120,539	D

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

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SEC 1474
(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MOSKOWITZ STEVEN J 116 HUNTINGTON AVENUE BOSTON, MA 02116	President, U.S. Operations

Signatures

Nathaniel B. Sisitsky, as
attorney-in-fact 06/03/2008

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

Remarks:

This Form 4 is the second of four to be filed to report sales of an aggregate of 128,221 shares of Class A Common Stock on Jun

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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