

Harris Ray
Form 4
December 21, 2012

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Harris Ray

(Last) (First) (Middle)

800 DOUGLAS RD, 12TH FLOOR

(Street)

CORAL GABLES, FL 33134

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MASTEC INC [MTZ]

3. Date of Earliest Transaction
(Month/Day/Year)

04/29/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

President

6. 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

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	04/29/2011		F		735	D	\$ 22.68	105,581	D
Common Stock	05/31/2011		F		735	D	\$ 21.05	104,846	D
Common Stock	06/30/2011		F		735	D	\$ 19.72	104,111	D
Common Stock	07/29/2011		F		735	D	\$ 20.88	103,376	D
Common Stock	08/31/2011		F		735	D	\$ 22.2	102,641	D

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Common Stock	09/30/2011	F	735	D	\$ 17.61	101,906	D
Common Stock	10/31/2011	F	735	D	\$ 21.62	101,171	D
Common Stock	11/30/2011	F	735	D	\$ 16.01	100,436	D
Common Stock	12/15/2011	F	735	D	\$ 14.52	99,701	D
Common Stock	01/31/2012	F	735	D	\$ 16.29	98,966	D
Common Stock	02/29/2012	F	735	D	\$ 17.59	98,231	D
Common Stock	03/30/2012	F	735	D	\$ 18.09	97,496	D
Common Stock	04/30/2012	F	735	D	\$ 17.39	96,761	D
Common Stock	05/31/2012	F	735	D	\$ 16.35	96,026	D
Common Stock	06/29/2012	F	735	D	\$ 15.04	95,291	D
Common Stock	07/31/2012	F	735	D	\$ 15.96	94,556	D
Common Stock	08/31/2012	F	735	D	\$ 18.24	93,821	D
Common Stock	09/28/2012	F	735	D	\$ 19.7	93,086	D
Common Stock	10/31/2012	F	735	D	\$ 22.56	92,351	D
Common Stock	11/30/2012	F	735	D	\$ 22.84	91,616	D
Common Stock	12/19/2012	F	735	D	\$ 23.66	90,881	D
Common Stock	12/20/2012	S	35,000	D	\$ <u>(1)</u> 24.7258	55,881	D

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

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(9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo 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
Harris Ray 800 DOUGLAS RD 12TH FLOOR CORAL GABLES, FL 33134			President	

Signatures

By: s/ Alberto de Cardenas For: N. Ray
Harris 12/21/2012

__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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.70 to \$24.83, inclusive. The reporting person undertakes to provide to MasTec, Inc. ("MasTec"), any security holder of MasTec or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnote (1) to this Form 4.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. 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 number.