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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934
For the quarterly period ended September 30, 2000

Commission File Number 001-08106

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

Florida	65-0829355
(State or other jurisdiction of incorporation or organization)	(I.R.S. Employer Identification No.)
3155 N.W. 77th Avenue, Miami, FL	33122-1205
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (305) 599-1800

Former name, former address and former fiscal year, if changed since last report: Not Applicable

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes X No .

As of November 13, 2000, MasTec, Inc. had 47,602,435 shares of common stock, $0.10 par value, outstanding.

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MASTEC, INC.
CONSOLIDATED STATEMENTS OF OPERATIONS
(In thousands, except per share amounts)
(Unaudited)

	Three Months Ended September 30,		Nine Months Ended September 30,	
	2000	1999	2000	1999
Revenue				
North America	$ 365,460	$ 291,201	$ 914,250	$ 704,585
Brazil	16,819	9,891	38,420	41,991
	382,279	301,092	952,670	746,576
Costs of revenue	293,351	227,760	727,213	568,126
Depreciation	13,506	11,775	40,167	33,869
Amortization	2,467	2,262	8,643	6,682
General and administrative expenses	25,834	24,560	70,876	64,493
Severance charge	1,708	-	1,708	-
Interest expense	4,516	7,273	14,375	20,815
Interest income	1,630	2,753	3,897	8,495
Other (loss) income, net	(9)	(358)	5,244	(57)
Income before provision for income taxes and minority interest	42,518	29,857	98,829	61,029
Provision for income taxes	17,382	12,405	40,880	25,354
Minority interest	(48)	(306)	(41)	(2,000)
Net income	$ 25,088	$ 17,146	$ 57,908	$ 33,675
Weighted average common shares outstanding	47,300	42,078	45,976	41,540
Basic earnings per share	$ 0.53	$ 0.41	$ 1.26	$ 0.81
Weighted average common shares outstanding	48,999	43,088	47,963	42,321
Diluted earnings per share	$ 0.51	$ 0.40	$ 1.21	$ 0.80

The accompanying notes are an integral part of these consolidated financial statements.

MASTEC, INC.
CONSOLIDATED BALANCE SHEETS
(In thousands)

	September 30, 2000 (Unaudited)	December 31, 1999
Assets		
Current assets:		
Cash and cash equivalents	$ 53,322	$ 27,635
Accounts receivable, unbilled revenue and retainage, net	360,029	251,576
Inventories	16,927	14,264
Other current assets	33,075	34,634
Total current assets	463,353	328,109
Assets held for sale	25,314	53,639
Property and equipment, net	160,340	153,527
Investments in unconsolidated companies	17,687	18,006
Intangibles, net	233,716	151,556
Other assets	36,948	23,572
Total assets	$ 937,358	$ 728,409
Liabilities and shareholders' equity		
Current liabilities:		
Current maturities of debt	$ 8,374	$ 12,200
Accounts payable	98,532	74,408
Other current liabilities	100,840	71,882
Total current liabilities	207,746	158,490
Other liabilities	42,116	45,628
Long-term debt	200,476	267,458
Commitments and contingencies		
Shareholders' equity:		
Common stock	4,759	4,235
Capital surplus	339,713	167,387
Retained earnings	159,111	101,203
Foreign currency translation adjustments	(16,563)	(15,992)
Total shareholders' equity	487,020	256,833
Total liabilities and shareholders' equity	$ 937,358	$ 728,409

The accompanying notes are an integral part of these consolidated financial statements.

MASTEC, INC.
CONSOLIDATED STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
(In thousands)
(Unaudited)

	Common Stock					
	Shares	Amount	Capital Surplus	Retained Earnings	Foreign Currency Translation Adjustments	Total
Balance December 31, 1999	42,350	$ 4,235	$167,387	$ 101,203	$ (15,992)	$ 256,833
Net income				57,908		57,908
Foreign currency translation adjustments					(571)	(571)
Stock issued	5,239	524	172,326			172,850
Balance September 30, 2000	47,589	$ 4,759	$339,713	$ 159,111	$ (16,563)	$ 487,020

The accompanying notes are an integral part of these consolidated financial statements.

MASTEC, INC.
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)
(Unaudited)

	Nine Months Ended September 30, 2000	1999
Cash flows from operating activities:		
Net income	$ 57,908	$ 33,675
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	48,810	40,551
Minority interest	41	2,000
(Gain) loss on sale of assets	(4,764)	3,488
Changes in assets and liabilities net of effect of acquisitions:		
Accounts receivables, unbilled revenue and retainage, net	(82,779)	(16)
Inventories and other current assets	(14,807)	(11,826)
Other assets	(19,357)	4,204
Accounts payable	11,595	5,802
Other current liabilities	20,199	(3,549)
Other liabilities	(10,054)	1,324
Net cash provided by operating activities	6,792	75,653
Cash flows from investing activities:		
Capital expenditures	(40,734)	(57,659)
Cash paid for acquisitions (net of cash acquired) and contingent consideration	(50,352)	(13,311)
Repayment of notes receivable, net	1,100	18,667
Distribution to joint venture partner	(4,900)	-
Proceeds from assets held for sale	53,613	7,657
Net cash used in investing activities	(41,273)	(44,646)
Cash flows from financing activities:		
Net, repayments, revolving credit facilities	(74,663)	(22,105)
Net proceeds from common stock issued	136,004	3,343
Net cash provided by (used in) financing activities	61,341	(18,762)
Net increase in cash and cash equivalents	26,860	12,245
Effect of translation on cash	(1,173)	(3,453)
Cash and cash equivalents - beginning of period	27,635	19,864
Cash and cash equivalents - end of period	$ 53,322	$ 28,656

The accompanying notes are an integral part of these consolidated financial statements.

Supplemental disclosure of non-cash investing and financing activities:

During the nine months ended September 30, 2000, we completed certain acquisitions which have been accounted for as purchases. The fair value of the net assets acquired totaled $18.0 million and was comprised primarily of $26.9 million of accounts receivable, $8.9 million of property and equipment, $1.0 million of other assets and $5.8 million in cash, offset by $24.6 million of assumed liabilities. The excess of the purchase price over the net assets acquired was $67.3 million and was allocated to goodwill. MasTec also issued 207,171 shares of common stock with a value of $15.8 million related to the payment of contingent consideration from earlier acquisitions. Of the $15.8 million, $0.2 million was recorded as a reduction of other current liabilities and $15.6 million as additional goodwill.

During the nine months ended September 30, 1999, we completed certain acquisitions which have been accounted for as purchases. The fair value of the net assets acquired totaled $3.5 million and was comprised primarily of $7.0 million of accounts receivable, $2.1 million of property and equipment, $0.7 million of other assets and $0.3 million in cash, offset by $6.6 million of assumed liabilities. The excess of the purchase price over the fair value of net assets acquired was $7.3 million and was allocated to goodwill. We also issued 527,597 shares of common stock with a value of $11.3 million related to the payment of contingent consideration from earlier acquisitions. Of the $11.3 million, $2.3 million was recorded as a reduction of other current liabilities and $9.0 million as additional goodwill.

The accompanying notes are an integral part of these consolidated financial statements.

Note 1 - Basis for Presentation of Consolidated Financial Statements

The accompanying unaudited consolidated financial statements of MasTec, Inc. have been prepared in accordance with generally accepted accounting principles for interim financial information and with the instructions for Form 10-Q and Rule 10-01 of Regulation S-X. They do not include all information and notes required by generally accepted accounting principles for complete financial statements and should be read together with the audited financial statements and notes thereto included in our annual report on Form 10-K for the year ended December 31, 1999. The balance sheet data as of December 31, 1999 was derived from audited financial statements but does not include all disclosures required by generally accepted accounting principles. Certain reclassifications have been made to conform to the 2000 presentation. The financial information furnished reflects all adjustments, consisting only of normal recurring accruals, which are, in the opinion of management, necessary for a fair presentation of the financial position, results of operations and cash flows for the quarterly periods presented. The results of operations for the periods presented are not necessarily indicative of our future results of operations for the entire year.

Our comprehensive income for the nine months ended September 30, 2000 and 1999 was $57.3 million and $20.7 million, respectively. The components of comprehensive income are net income and foreign currency translation adjustments.

On June 19, 2000, we effected a three-for-two split of our common stock in the form of a stock dividend to shareholders of record as of May 29, 2000. To reflect the split, common stock was increased and capital surplus was decreased by $1.6 million. All references in the consolidated financial statements to shares and related prices, weighted average number of shares, per share amounts and stock plan data have been adjusted to reflect the stock split on a retroactive basis.

Note 2 - Recently Issued Accounting Pronouncements

In December 1999, the Securities and Exchange Commission (SEC) issued Staff Accounting Bulletin No. 101 "Revenue Recognition" (SAB 101), which provides guidance on the recognition, presentation and disclosure of revenue in financial statements filed with the SEC. SAB 101 is applicable beginning with our fourth quarter 2000 consolidated financial statements. Based on our current analysis of SAB 101, we do not believe it will have a material impact on the financial results of the Company.

Note 3 - Acquisitions, Investing and Divestiture Activities

During 2000, we completed 10 acquisitions, eight in our external network services group and two in our internal network services group. These acquisitions have been accounted for under the purchase method of accounting. The most significant adjustments to the balance sheet resulting from these acquisitions are disclosed in the supplemental disclosure of non-cash investing and financing activities in the accompanying statement of cash flows.

On June 30, 2000, we sold our PCS system in Latin America which was held for sale for a gain of $9.6 million. During the second quarter, we also recorded a charge of $5.4 million comprised primarily of the write-off of two Latin American operations which has been reflected in other income in the statement of operations.

Note 4 - Debt

Debt is comprised of the following (in thousands):

	September 30, 2000	December 31, 1999
Revolving credit facility at LIBOR plus 1.25% (6.98% at December 31,1999)	$ -	$ 64,000
Other bank facilities (8.0% at September 30, 2000 and 7.32% at December31, 1999)	2,344	7,707
Notes payable for equipment, at interest rates from 7.5% to 8.5% due in installments through the year 2002	6,140	3,920
Notes payable for acquisitions, at interest rates from 7.0% to 8.0% due in installments through February 2001	4,569	4,254
Senior Notes, 7.75% due February 2008	195,797	199,777
Total debt	208,850	279,658
Less current maturities	(8,374)	(12,200)
Long-term debt	$ 200,476	$ 267,458

We have a credit facility that provides for borrowings up to an aggregate amount of $100.0 million. Amounts outstanding under the revolving credit facility mature on June 9, 2002. We are required to pay an unused facility fee ranging from .25% to .50% per annum on the facility, depending upon certain financial covenants. The credit facility is secured by a pledge of shares of certain of our subsidiaries. Interest under the credit facility accrues at rates based, at our option, on the agent bank's base rate plus a margin of up to .50% depending on certain financial covenants or 1% above the overnight federal funds effective rate, whichever is higher, or the LIBOR Rate (as defined in the credit facility) plus a margin of 1.00% to 2.25%, depending on certain financial covenants.

We also have $200.0 million, 7.75% senior subordinated notes due in February 2008 with interest due semi-annually.

The credit facility and the senior notes contain customary events of default and covenants which prohibit, among other things, making investments in excess of a specified amount, incurring additional indebtedness in excess of a specified amount, paying dividends in excess of a specified amount, making capital expenditures in excess of a specified amount, creating certain liens, prepaying other indebtedness, including the senior notes, and engaging in certain mergers or combinations without the prior written consent of the lenders. The credit facility also provides that we must maintain certain financial ratio coverage, requiring, among other things minimum ratios at the end of each fiscal quarter of debt to earnings and earnings to interest expense.

Note 5 - Operations by Segments and Geographic Areas

We currently derive a substantial portion of our revenue from providing external and internal network services to telecommunications, broadband, energy and corporate clients.

The segment and geographic area information provided is based on internal reports and was developed and is used by management for the sole purpose of tracking trends and changes in the results of the segments and geographic areas. The information, including the allocations of expenses and overhead, were calculated on a management approach and may not reflect the actual economic costs, contributions or results of operations of the segments and geographic areas as stand alone businesses. If a different basis of presentation or allocation were used, the relative contributions of the segments and geographic areas might differ but the relative trends would not, in management's view, be materially impacted.

The following table set forth, for the three months and nine months ended September 30, 2000 and 1999, certain information about segment results of operations and segment assets (in thousands):

Three Months 2000	External Network Services	Internal Network Services	Energy Network Services	International (1)	Other (2)	Consolidated
Revenue	$ 284,648	$ 46,930	$ 33,882	$ 16,819	$ -	$ 382,279
Depreciation	10,492	547	2,027	-	440	13,506
Amortization	1,505	453	202	307	-	2,467
Income before provision for income taxes and minority interest	43,690	5,306	2,652	218	(9,348)	42,518

Three Months 1999	External Network Services	Internal Network Services	Energy Network Services	International (1)	Other (2)	Consolidated
Revenue	$ 220,601	$ 31,974	$ 38,626	$ 9,891	$ -	$ 301,092
Depreciation	7,865	437	3,045	-	428	11,775
Amortization	1,047	249	213	753	-	2,262
Income before provision for income taxes and minority interest	34,814	2,106	2,509	522	(10,094)	29,857

Nine Months 2000	External Network Services	Internal Network Services	Energy Network Services	International (1)	Other (2)	Consolidated
Revenue	$ 686,657	$ 119,457	$ 108,136	$ 38,420	$ -	$ 952,670
Depreciation	30,019	1,538	7,376	-	1,234	40,167
Amortization	3,716	1,008	606	3,313	-	8,643
Income before provision for income taxes and minority interest	98,455	12,359	8,652	3,422	(24,059)	98,829
Capital expenditures	35,945	1,566	2,505	718	-	40,734
Total assets	580,496	100,975	77,993	86,826	91,068	937,358

Nine Months 1999	External Network Services	Internal Network Services	Energy Network Services	International (1)	Other (2)	Consolidated
Revenue	$ 517,120	$ 72,281	$ 113,762	$ 41,991	$ 1,422	$ 746,576
Depreciation	22,790	1,141	8,750	-	1,188	33,869
Amortization	2,937	758	606	2,381	-	6,682
Income before provision for income taxes and minority interest	73,591	3,066	8,733	4,054	(28,415)	61,029
Capital expenditures	47,739	819	8,128	86	887	57,659
Total assets	408,070	62,148	89,923	137,403	43,995	741,539

(1) Revenue, amortization and capital expenditures relate solely to our Brazilian operations. International income before provision for income taxes and minority interest for the nine months ended September 30, 2000, primarily relates to the sale of our PCS system net of a charge for the write-off of two Latin American operations. For the other periods, income was related solely to our Brazilian operations. Total assets includes $49.4 million and $84.6 million as of September 30, 2000 and 1999, respectively, related to our Brazilian operations, and the remainder relates to our interest in international non-core assets.

(2) Consists of non-core construction and corporate operations, which includes interest expense net of interest income of $11.3 million and $14.5 million for the nine months ended September 30, 2000 and 1999, respectively. For the three months ended September 30, 2000 and 1999, interest expense net of interest income was $3.1 million and $5.7 million, respectively. Additionally, the severance charge of $1.7 million is also reflected in other.

There are no significant transfers between geographic areas and segments. Total assets are those assets used in our operations in each segment. Corporate assets include cash and cash equivalents, real estate assets held for sale and notes receivable.

Note 6 - Commitments and Contingencies

In November 1997, we filed a lawsuit against Miami-Dade County in Florida state court alleging breach of contract and seeking damages exceeding $3.0 million in connection with the county's refusal to pay amounts due us under a multi-year agreement to perform road restoration work for the Miami-Dade Water and Sewer Department ("MWSD"), a department of the county, and the county's wrongful termination of the agreement. The County has refused to pay amounts due to us under the agreement until alleged overpayments under the agreement have been resolved, and has counterclaimed against us seeking unspecified damages. We are vigorously pursuing this lawsuit.

We are a party to other pending legal proceedings, none of which, we believe, is material to our financial position, results of operations or cash flows.

As part of a management review process, the Company in 2000 adjusted its personnel in certain markets, resulting in a $1.7 million severance charge. Fourteen employees received severance consisting predominantly of cash and immediate vesting of stock options.

In the third quarter of 2000, we extended the time period, geographic scope and scope of work under an existing exclusive provider agreement with a telecommunications client, Telergy, Inc. In consideration of these and other modifications to our agreements with the client, we agreed to provide up to $35 million in financing to the client solely to fund our network construction for the client. Our financing was part of a $350 million re-capitalization of the client to fund network construction and development. Interest on the amount financed ranges from 6.25%-7.75% over LIBOR depending on the amount of time the financing has been outstanding. We received warrants at a nominal exercise price to purchase up to 0.7% of the fully diluted outstanding common stock of the client. We agreed to provide an additional $15 million in financing to fund our network construction at the same interest rate; if the additional financing is used we will receive additional warrants at a nominal exercise price to purchase up to 6.0% of the fully diluted outstanding common stock of the client. Our financing is subordinated to the client's senior indebtedness. As of September 30, 2000, the client had drawn $20.1 million on the facility. The facility terminates in April 2002 unless earlier terminated upon certain events, including (a) certain equity or debt issuances, (b) certain asset sales, or (c) a change of control of the client.

We own minority interests in Argentina and Spain. Our investment in Argentina is a minority interest with a carrying value of $17.9 million as of September 30, 2000 in Supercanal Holding, S.A., a holding company of numerous cable television operators in western Argentina ("Supercanal"). We also own an indirect minority interest with a carrying value of $4.1 million and have made a $3.0 million working capital loan to Sistemas e Instalaciones de Comunicacion, S.A. ("Sintel"), a Spanish telecommunications infrastructure services provider.

Supercanal has defaulted on its third party debt and has filed a petition under Argentine law seeking protection from its creditors. We do not guarantee any of this indebtedness. In January 2000, the majority shareholder of Supercanal approved a capital increase that would have required us to contribute approximately $5.9 million to maintain our interest if the capital increase is effected in full. The capital increase has been challenged in court and we cannot determine whether or when the capital increase will be effected.

During the second quarter of 2000, Sintel filed a petition under Spanish law seeking protection from its creditors, including our working capital loan. In July 2000, Sintel approved a capital increase that will require us to contribute approximately $2.6 million to maintain our interest if the capital increase is effected in full. Management is considering whether to subscribe to the capital increase.

Although we have determined that the carrying value of these assets has not currently been impaired, we continue to monitor these investments to determine whether a charge is warranted in the future.

Our current and future operations and investments in certain foreign countries are generally subject to the risks of political, economic or social instability, including the possibility of expropriation, confiscatory taxation, hyper-inflation or other adverse regulatory or legislative developments, or limitations on the repatriation of investment income, capital and other assets. We cannot predict whether any of such factors will occur in the future or the extent to which such factors would have a material adverse effect on our international operations.

ITEM 2 - MANAGEMENTS' DISCUSSION AND ANALYSIS OF RESULTS OF OPERATIONS AND FINANCIAL CONDITION

Except for historical information, the matters discussed below are forward looking statements made pursuant to the safe harbor provisions for forward-looking statements described in the Private Securities Litigation Reform Act of 1995. These forward-looking statements are based on the Company's current expectations and are subject to a number of risks, uncertainties and assumptions relating to the Company's operations, financial condition and results of operations. Should one or more of these risks or uncertainties materialize, or should the underlying assumptions prove incorrect, actual results may differ significantly from results expressed or implied in any forward-looking statements made by the Company in this Quarterly Report. These and other risks are detailed in documents filed by the Company with the Securities and Exchange Commission. The Company does not undertake any obligation to revise these forward-looking statements to reflect future events or circumstances.

General

We design, build, install, maintain and monitor internal and external networks supporting the Internet, Internet-related applications, e-commerce and other communications and energy facilities for leading telecommunications, broadband, energy and other Fortune 500 companies. Based on revenue, we are one of the largest end-to-end telecommunications and energy infrastructure service providers in North America. We offer comprehensive network infrastructure solutions to a diverse group of clients, enabling our clients to connect with their customers. Currently, we operate from approximately 200 locations throughout North America, which accounted for 96% of our revenue for the nine months ended September 30, 2000. Internationally we operate in Brazil through a 51% joint venture which we consolidate net of a 49% minority interest after tax.

For the nine months ended September 30, 2000, approximately 8% of our domestic revenue was derived from services performed for Bell South, 7% from services performed for Williams Communications and 5% from services performed for each of Qwest/US West, Sprint, Telergy, Level 3 and Comcast. Our top 10 customers combined accounted for approximately 48% of our domestic revenue during the same period.

We report our operations in four segments:

- External Network Services,
- Internal Network Services,
- Energy Network Services, and
- International.

External Network Services includes:

- inter-exchange networks,
- local exchange networks,
- broadband networks,
- wireless networks, and
- intelligent transportation networks.

Internal Network Services includes:

- switching and transmission services,
- structured cabling services, and
- monitoring services.

Results of Operations

North America

The following table states for the periods indicated our North American operations in dollar and percentage of revenue terms (in thousands):

	Three Months Ended September 30,				Nine months ended September 30,			
	2000		1999		2000		1999	
Revenue	$ 365,460	100.0%	$ 291,201	100.0%	$ 914,250	100.0%	$ 704,585	100.0%
Costs of revenue	277,862	76.0%	219,147	75.3%	694,204	75.9%	535,528	76.0%
Depreciation	13,506	3.7%	11,775	4.0%	40,167	4.4%	33,869	4.8%
Amortization	2,160	0.6%	1,509	0.5%	5,330	0.6%	4,301	0.6%
General and administrative expenses	24,589	6.7%	23,348	8.0%	66,849	7.3%	59,364	8.4%
Severance charge	1,708	0.5%	-	-	1,708	0.2%	-	-

Three Months Ended September 30, 2000
Compared to Three Months Ended September 30, 1999

The following table sets forth the revenue and change in revenue by North American operating segments, in dollar and percentage terms (in thousands):

	Three Months Ended September 30,		Change	
	2000	1999	$	%
External Network Services	$ 284,648	$ 220,601	$ 64,047	29.0%
Internal Network Services	46,930	31,974	14,956	46.8%
Energy Network Services	33,882	38,626	(4,744)	(12.3)%
	$ 365,460	$ 291,201	$ 74,259	25.5%

Our North American revenue was $365.5 million for the three months ended September 30, 2000, compared to $291.2 million for the same period in 1999, representing an increase of $74.3 million or 25.5%, primarily from organic growth. Revenue from our two combined segments (external network and internal network services) servicing datacom clients increased by 31.3%. Of our three reporting segments, the fastest growing is our internal network services primarily due to growth in services provided at central office facilities resulting from regulatory co-location requirements to open central office facilities to new competitors. Our external network services segment is also growing primarily due to the increased demand for bandwidth by end-users which has spurred increased network construction and upgrades by our clients. Revenue generated by our energy network segment decreased due to unusually wet weather impacting the east coast. During the three months ended September 30, 2000, we completed six acquisitions in our external network segment.

Our North American costs of revenue was $277.9 million or 76.0% of revenue for the three months ended September 30, 2000, compared to $219.1 million or 75.3% of revenue for the same period in 1999. In 2000, margins for external network services and energy network services were impacted by unusually wet weather conditions. Margins for internal network services remained constant despite start-up costs related to the segment's network monitoring services.

Depreciation expense was $13.5 million or 3.7% of revenue for the three months ended September 30, 2000, compared to $11.8 million or 4.0% of revenue for the same period in 1999. The increased depreciation expense resulted from our investment in our fleet to support revenue growth. The decline as a percentage of revenue was due to an increase in revenue from our internal networks segment, which is less capital intensive, and better utilization of our equipment.

General and administrative expenses were $24.6 million or 6.7% of revenue for the three months ended September 30, 2000, compared to $23.3 million or 8.0% of revenue for the same period in 1999. The decline in general and administrative expenses as a percentage of revenue for the three months ended September 30, 2000 was due primarily to our ability to support higher revenue with a relatively lower administrative base.

As part of a management review process, the Company in 2000 adjusted its personnel in certain markets, resulting in a $1.7 million severance charge.

Nine months ended September 30, 2000
Compared to Nine months ended September 30, 1999

The following table sets forth the revenue and change in revenue by North American operating segments, in dollar and percentage terms (in thousands):

	Nine months ended September 30,		Change	
	2000	1999	$	%
External Network Services	$ 686,657	$ 517,119	$ 169,538	32.8%
Internal Network Services	119,457	72,282	47,175	65.3%
Energy Network Services	108,136	113,762	(5,626)	(4.9%)
Other	-	1,422	(1,422)	(100.0%)
	$ 914,250	$ 704,585	$ 209,665	29.8%

Our North American revenue was $914.3 million for the nine months ended September 30, 2000, compared to $704.6 million for the same period in 1999, representing an increase of $209.7 million or 29.8%, primarily from organic growth. Revenue from our two combined segments servicing datacom clients increased by 36.8%. Of our three operating segments, the fastest growing is our internal network services primarily due to growth in services provided at central office facilities resulting from regulatory co-location requirements to open central office facilities to new competitors. Our external network services segment is also growing primarily due to the increased demand for bandwidth by end-users which has spurred increased network construction and upgrades by our customers. Our external energy segment remained relatively constant due to our focus on increasing profitability prior to any future growth and also as a result of unusually wet weather during the third quarter in the east coast. During the nine months ended September 30, 2000, we completed 10 acquisitions, eight in our external network segment and two in our internal network services segment. This compares to three acquisitions for the nine months ended September 30, 1999 in our external communication services segment.

Our North American costs of revenue were $694.2 million or 75.9% of revenue for the nine months ended September 30, 2000, compared to $535.5 million or 76.0% of revenue for the same period in 1999. Unusually wet weather in the east coast adversely impacted margins in the 2000 third quarter.

Depreciation expense was $40.2 million or 4.4% of revenue for the nine months ended September 30, 2000, compared to $33.9 million or 4.8% of revenue for the same period in 1999. The increased depreciation expense resulted from our investment in our fleet to support revenue growth. The decline as a percentage of revenue was due to an increase in revenue from our internal network segment, which is less capital intensive, and better utilization of our equipment.

General and administrative expenses were $66.8 million or 7.3% of revenue for the nine months ended September 30, 2000, compared to $59.4 million or 8.4% of revenue for the same period in 1999. The decline in general and administrative expenses as a percentage of revenue for the nine months ended September 30, 2000 was due primarily to our ability to support higher revenue with a relatively lower administrative base.

As part of a management review process, the Company in 2000 adjusted its personnel in certain markets, resulting in a $1.7 million severance charge.

At September 30, 2000, we had a backlog for North America operations of approximately $1.5 billion. Our backlog consists of the uncompleted portion of services we are to perform under project-specific contracts, including the estimated amount of work under our master service agreements. We expect to complete substantially all of our backlog during the next 18 calendar months.

International

The following tables set forth for the periods indicated our Brazilian operations in dollar and percentage terms (in thousands):

	Three Months Ended September 30,				Nine months ended September 30,			
	2000		1999		2000		1999	
Revenue	$ 16,819	100.0%	$ 9,891	100.0%	$ 38,420	100.0%	$ 41,991	100.0%
Costs of revenue	15,489	92.1%	8,613	87.1%	33,009	85.9%	32,598	77.6%
Amortization	307	1.8%	753	7.6%	3,313	8.6%	2,381	5.7%
General and administrative expenses	1,245	7.4%	1,212	12.2%	4,027	10.5%	5,129	12.2%

Three Months Ended September 30, 2000
Compared to Three Months Ended September 30, 1999

Our International operations' functional currency is the Brazilian real.

Brazilian revenue was $16.8 million for the three months ended September 30, 2000, compared to $9.9 million for the same period in 1999, representing an increase of $6.9 million or 69.7%. Brazilian revenue increased primarily due to increased volume under existing master services agreements. Brazil had revenue of R$30.7 million reals during the three months ended September 30, 2000, compared to R$18.9 million reals for the same period in 1999, representing an increase of 62.4%. The average currency exchange rate was 1.83 reals per US dollar for the period ended September 30, 2000 compared to 1.91 reals per US dollar for the same period in 1999.

Brazilian costs of revenue were $15.5 million or 92.1% of revenue for the three months ended September 30, 2000, compared to $8.6 million or 87.1% of revenue for the same period in 1999. The decline in gross margin was due to differences in the staging of projects.

Amortization expense was $0.3 million or 1.8% of revenue for the three months ended September 30, 2000 compared to $0.8 million or 7.6% of revenue for the same period in 1999. Current amortization relates to the purchased goodwill of our Brazilian operations. Prior to June 30, 2000, amortization related primarily to an intangible asset resulting from one acquisition completed in early 1998 that was being amortized over a five year period relative to the volume of work under specified contracts, but was accelerated and fully amortized earlier in 2000.

General and administrative expenses were $1.2 million or 7.4% of revenue for the three months ended September 30, 2000, compared to $1.2 million or 12.2% of revenue for the same period in 1999. General and administrative expenses were R$2.2 million reals during the three months ended September 30, 2000, compared to R$2.3 million reals for the same period in 1999. General and administrative expenses were relatively constant in real and dollar terms and in relation to revenue in real and dollar terms, the decrease was due to our ability to support higher revenue with a relatively lower administrative base.

Nine months ended September 30, 2000
Compared to Nine months ended September 30, 1999

Our International operations' functional currency is the Brazilian real.

Brazilian revenue was $38.4 million for the nine months ended September 30, 2000, compared to $42.0 million for the same period in 1999, representing a decrease of $3.6 million or 8.6%. Brazilian revenue decreased primarily due to the completion of prior existing contracts. Brazil had revenue of R$56.1 million reals during the nine months ended September 30, 2000, compared to R$73.1 million reals for the same period in 1999, representing a decrease of 23.2%. The average currency exchange rate was 1.46 reals per US dollar for the period ended September 30, 2000 compared to 1.74 reals per US dollar for the same period in 1999.

Brazilian costs of revenue were $33.0 million or 85.9% of revenue for the nine months ended September 30, 2000, compared to $32.6 million or 77.6% of revenue for the same period in 1999. In 1999, margins were positively impacted as a result of amounts paid by a customer during the second quarter for additional costs incurred during prior periods for which no revenue had been recorded due to the uncertainty of its collection.

Amortization expense was $3.3 million or 8.6% of revenue for the nine months ended September 30, 2000 compared to $2.4 million or 5.7% of revenue for the same period in 1999. Amortization relates primarily to an intangible asset resulting from one acquisition completed in early 1998 that was being amortized over a five year period relative to the volume of work under specified contracts but was accelerated and fully amortized earlier in 2000.

General and administrative expenses were $4.0 million or 10.5% of revenue for the nine months ended September 30, 2000, compared to $5.1 million or 12.2% of revenue for the same period in 1999. General and administrative expenses were R$5.8 million reals or 10.3% of reals revenue during the nine months ended September 30, 2000, compared to R$8.9 million reals or 12.2% of revenue for the same period in 1999. The decline in general and administrative expenses in relation to revenue in real terms was due to an effort to reduce overhead as the revenue base had declined during the earlier part of the year.

Consolidated Results

The following table sets forth for the periods indicated certain consolidated income statement data for North America and International and the related percentage of consolidated revenue.

	Three Months Ended September 30,				Nine months ended September 30,			
	2000		1999		2000		1999	
Interest expense	$ (4,516)	(1.2%)	$ (7,273)	(2.4%)	$ (14,375)	(1.5%)	$ (20,815)	(2.8%)
Interest income	1,630	0.4%	2,753	0.9%	3,897	0.4%	8,495	1.2%
Other (loss) income, net	(9)	-	(358)	-	5,244	0.6%	(57)	-
Income before provision for income taxes and minority interest	42,518	11.1%	29,857	9.9%	98,829	9.7%	61,029	8.2%
Provision for income taxes	(17,382)	(4.5%)	(12,405)	(4.2%)	(40,880)	(4.3%)	(25,354)	(3.4%)
Minority interest	(48)	-	(306)	-	(41)	-	(2,000)	(0.3)%
Net income	$ 25,088	6.5%	$ 17,146	5.7%	$ 57,908	6.1%	$ 33,675	4.5%

Three Months Ended September 30, 2000
Compared to Three Months Ended September 30, 1999

For the three months ended September 30, 2000, interest expense declined from $7.3 million to $4.5 million primarily due to the repayment of debt under our revolving credit facility with a portion of the $126.0 million in net proceeds from our offering of 3.75 million shares in February 2000.

Interest income for the nine months ended September 30, 2000 was mainly comprised of interest earned on temporary investment of the proceeds of our common stock offering. Interest income for the three months ended September 30, 1999 includes interest from a customer financing arrangement which terminated in September 1999.

Our effective tax rates for North American and Brazilian operations were approximately 41% and 33%, respectively, for the three and nine months ended September 30, 2000 and 1999.

The trends experienced during the nine months ended September 30, 2000, and 1999 related to interest are consistent with those of the three months ended September 30, 2000 and 1999.

Other (loss) income, net for the nine months ended September 30, 2000 primarily reflects a gain of $9.6 million from the sale of our PCS system in Latin America offset by a charge of $5.4 million related to a write-off of two Latin American operations.

Financial Condition, Liquidity and Capital Resources

Our primary liquidity needs are for working capital, capital expenditures, acquisitions and investments, and debt service. Our primary sources of liquidity are cash flows from operations, borrowings under revolving lines of credit, issuances of stock and the proceeds from the sale of assets held for sale.

Net cash provided by operating activities was $6.8 million for the nine months ended September 30, 2000, compared to $75.7 million for the same period in 1999. In 1999, we collected approximately $81.4 million from Telegy, Inc. to whom we were providing vendor financing, substantially all of which was paid prior to September 1999.

Our working capital at September 30, 2000, was $255.6 million compared to $169.6 million at December 31, 1999. Our North American working capital as of September 30, 2000 was comprised primarily of $338.5 million in accounts receivable, $39.9 million in inventories and other current assets and $46.2 million in cash and cash equivalents, net of $190.8 million in current liabilities.

We have a credit facility that provides for borrowings up to an aggregate amount of $100.0 million. Amounts outstanding under the revolving credit facility mature on June 9, 2002. We are required to pay an unused facility fee ranging from .25% to .50% per annum on the facility, depending upon certain financial covenants. The credit facility is secured by a pledge of shares of certain of our subsidiaries. Interest under the credit facility accrues at rates based, at our option, on the agent bank's base rate plus a margin of up to .50% depending on certain financial covenants or 1% above the overnight federal funds effective rate, whichever is higher, or the LIBOR Rate (as defined in the credit facility) plus a margin of 1.00% to 2.25%, depending on certain financial covenants.

We also have $200.0 million, 7.75% senior subordinated notes due in February 2008 with interest due semi-annually.

The credit facility and the senior notes contain customary events of default and covenants which prohibit, among other things, making investments in excess of a specified amount, incurring additional indebtedness in excess of a specified amount, paying dividends in excess of a specified amount, making capital expenditures in excess of a specified amount, creating certain liens, prepaying other indebtedness, including the senior notes, and engaging in certain mergers or combinations without the prior written consent of the lenders. The credit facility also provides that we must maintain certain financial ratio coverages, requiring, among other things, minimum ratios at the end of each fiscal quarter of debt to earnings and earnings to interest expense.

During 2000, we invested $40.7 million primarily in our fleet to support revenue growth. We collected $53.6 million in net proceeds related to assets sold, primarily from the sale of our Paraguayan PCS license and our Spanish operations. We also invested $50.4 million in acquisitions and contingent consideration from prior acquisitions during the year. We anticipate that available cash, cash flows from operations and the proceeds from the sale of assets and other liquidity and investments and borrowing availability under the credit facility will be sufficient to satisfy our working capital and other liquidity requirements for the foreseeable future.

In the third quarter of 2000, we extended the time period, geographic scope and scope of work under an existing exclusive provider agreement with a telecommunications client, Telergy, Inc. In consideration of these and other modifications to our agreements with the client, we agreed to provide up to $35 million in financing to the client solely to fund our network construction for the client. Our financing was part of a $350 million re-capitalization of the client to fund network construction and development. Interest on the amount financed ranges from 6.25%-7.75% over LIBOR depending on the amount of time the financing has been outstanding. We received warrants at a nominal exercise price to purchase up to 0.7% of the fully diluted outstanding common stock of the client. We agreed to provide an additional $15 million in financing to fund our network construction at the same interest rate; if the additional financing is used we will receive additional warrants at a nominal exercise price to purchase up to 6.0% of the fully diluted outstanding common stock of the client. Our financing is subordinated to the client's senior indebtedness. As of September 30, 2000, the client had drawn $20.1 million on the facility. The facility terminates in April 2002 unless earlier terminated upon certain events, including (a) certain equity or debt issuances, (b) certain asset sales, or (c) a change of control of the client.

We also own minority interests in Argentina and Spain. Our investment in Argentina is a minority interest with a carrying value of $17.9 million as of September 30, 2000 in Supercanal Holding, S.A., a holding company of numerous cable television operators in western Argentina ("Supercanal"). We also own a minority interest with a carrying value of $4.1 million and have made a $3.0 million working capital loan to Sistemas e Instalaciones de Comunicacion, S.A. ("Sintel"), a Spanish telecommunications infrastructure services provider.

Supercanal has defaulted on its third party debt and has filed a petition under Argentine law seeking protection from its creditors. We do not guarantee any of this indebtedness. In January 2000, the majority shareholder of Supercanal approved a capital increase that would have required us to contribute approximately $5.9 million to maintain our interest if the capital increase is effected in full. The capital increase has been challenged in court and we cannot determine whether or when the capital increase will be effected.

During the second quarter of 2000, Sintel filed a petition under Spanish law seeking protection from its creditors, including our working capital loan. In July 2000, Sintel approved a capital increase that will require us to contribute approximately $2.6 million to maintain our interest if the capital increase is effected in full. Management is considering whether to subscribe to the capital increase.

We have determined that the carrying value of these assets has not been impaired, but we are monitoring investments to determine whether a charge is warranted in the future.

While we do not currently anticipate taking an additional impairment charge on any of these assets, there can be no assurance that future transactions or events will not result in any further impairment of these assets. If we were to take a charge, however, it could adversely affect our earnings for the period in which we incurred the charge.

Outlook

Our outlook for the fourth quarter is positive. We also expect revenue growth of 20-25% for 2001 with earnings growth outpacing revenue growth. We believe our major clients will continue capital spending, especially in the area of broadband, local loops, last mile hops and central offices.

Seasonality

Our North American operations have historically been seasonally weaker in the first and fourth quarters of the year and have produced stronger results in the second and third quarters. This seasonality is primarily the result of customer budgetary constraints and preferences and the effect of winter weather on external network activities. Some of our U.S. customers, particularly the incumbent local exchange carriers, tend to complete budgeted capital expenditures before the end of the year and defer additional expenditures until the following budget year. Revenue in reals from our Brazilian operations is not expected to fluctuate seasonally.

Impact of Inflation

The primary inflationary factor affecting our operations is increased labor costs. We have experienced some increases in labor costs. Competition for qualified personnel could increase labor costs for us further in the future. Our international operations may, at times in the future, be exposed to high inflation in certain foreign countries. During the nine months ended September 30, 2000, we generated approximately 4% of our total revenue from our Brazilian operations that are susceptible to currency devaluation. We anticipate that revenue from our Brazilian operations will be less significant to our operations in the foreseeable future due to our continued focus on domestic operations. Any deterioration in economic conditions in Brazil and other Latin American countries could adversely impact our results of operations, financial position and cash flows.

ITEM 3. QUANTITATIVE AND QUALITATIVE DISCLOSURES ABOUT MARKET RISK

See Notes 4 and 6 of Notes to Consolidated Financial Statements for disclosure about market risk.

PART II. OTHER INFORMATION

ITEM 6. EXHIBITS AND REPORTS ON FORM 8-K.

(a) Exhibits

Exhibit No.*	Description
10	Consent to Extension to Revolving Credit Agreement dated July 20, 2000.
27	Financial Data Schedule.

SIGNATURES

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.

MASTEC, INC.

Date: November 14, 2000

/s/ CARMEN M. SABATER
Carmen M. Sabater
Senior Vice President - Chief Financial Officer
(Principal Financial Officer)

Date: November 14, 2000

/s/ ARLENE VARGAS
Arlene Vargas
Vice President and Controller
(Principal Accounting Officer)

CONSENT TO EXTENSION

THIS CONSENT TO EXTENSION (this "Consent") is made and entered into as of the 20th day of July, 2000, by and among MASTEC, INC., a Florida corporation (the "Parent"), its Subsidiaries (other than Excluded Subsidiaries and members of the MasTec International Group) listed on Schedule 1 to the Credit Agreement defined below (together with the Parent, collectively the "Borrowers"), FLEET NATIONAL BANK (f/k/a BankBoston, N.A., "Fleet"), BANK AUSTRIA CREDITANSTALT CORPORATE FINANCE, INC., FIRST UNION NATIONAL BANK, SCOTIABANC INC., COMERICA BANK, GENERAL ELECTRIC CAPITAL CORPORATION and LASALLE BANK NATIONAL ASSOCIATION (collectively, the "Banks") and Fleet as agent (the "Agent") for the Banks.

WHEREAS, the Borrowers, the Banks and the Agent entered into a Revolving Credit Agreement dated as of June 9, 1997, as amended by a First Amendment to Revolving Credit Agreement dated as of January 28, 1998, as further amended by a Second Amendment to Revolving Credit Agreement dated as of July 31, 1998, and as further amended by a Third Amendment to Revolving Credit Agreement dated as of September 11, 1998, as further amended by a Fourth Amendment to Revolving Credit Agreement dated as of September 25, 1998, as further amended by a Fifth Amendment to Revolving Credit Agreement dated as of December 29, 1998, as further amended by a Sixth Amendment to Revolving Credit Agreement dated as of August 11, 1999 (as the same may be further amended and in effect from time to time the "Credit Agreement"), pursuant to which the Banks extended credit to the Borrowers on the terms set forth therein;

WHEREAS, the Borrowers have requested that the Banks agree to extend the Maturity Date to June 9, 2002 (the "Final Maturity Date") pursuant to the provisions of ss.2.8 of the Credit Agreement, and the Banks party hereto have agreed to such extension on the terms set forth herein;

NOW, THEREFORE, in consideration of the foregoing, and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Definitions. Capitalized terms used herein without definition shall have the meanings assigned to such terms in the Credit Agreement.

2. Consent to the Maturity Date Extension. Each of the Banks party hereto hereby consents to extend the Maturity Date to the Final Maturity Date, provided that (i) the Total Commitment is not less than $100,000,000, and (ii) all other conditions of the Credit Agreement be met upon the extension of the Maturity Date to the Final Maturity Date. References to the Maturity Date in the Credit Agreement shall hereinafter be deemed to be references to the Final Maturity Date.

3. Representations and Warranties. Each of the Borrowers represents and warrants as follows:

(a) The execution, delivery and performance of each of this Consent and the transactions contemplated hereby are within the corporate power and authority of such Borrower and have been or will be authorized by proper corporate proceedings, and do not (a) require any consent or approval of the stockholders of such Borrower, (b) contravene any provision of the charter documents or by-laws of such Borrower or any law, rule or regulation applicable to such Borrower, or (c) contravene any provision of, or constitute an event of default or event which, but for the requirement that time elapse or notice be given, or both, would constitute an event of default under, any other material agreement, instrument or undertaking binding on such Borrower.

(b) This Consent and the Credit Agreement, as amended as of the date hereof, and all of the terms and provisions hereof and thereof are the legal, valid and binding obligations of such Borrower enforceable in accordance with their respective terms except as limited by bankruptcy, insolvency, reorganization, moratorium or other laws affecting the enforcement of creditors' rights generally, and except as the remedy of specific performance or of injunctive relief is subject to the discretion of the court before which any proceeding therefor may be brought.

(c) The execution, delivery and performance of this Consent and the transactions contemplated hereby do not require any approval or consent of, or filing or registration with, any governmental or other agency or authority, or any other party.

(d) The representations and warranties contained in ss.5 of the Credit Agreement are true and correct in all material respects as of the date hereof as though made on and as of the date hereof.

(e) After giving effect to this Consent, no Default or Event of Default under the Credit Agreement has occurred and is continuing.

4. Ratification, etc. The Credit Agreement, the other Loan Documents and all documents, instruments and agreements related thereto are hereby ratified and confirmed in all respects and shall continue in full force and effect.

5. GOVERNING LAW. THIS CONSENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE COMMONWEALTH OF MASSACHUSETTS AND SHALL TAKE EFFECT AS A SEALED INSTRUMENT IN ACCORDANCE WITH SUCH LAWS.

6. Counterparts. This Consent may be executed in any number of counterparts and by different parties hereto on separate counterparts, each of which when so executed and delivered shall be an original, but all of which counterparts taken together shall be deemed to constitute one and the same instrument.

7. Effectiveness. This Consent shall become effective upon the due and proper authorization, execution and delivery of the Consent to the Agent by the respective parties thereto.

IN WITNESS WHEREOF, each of the undersigned have duly executed this Consent under seal as of the date first set forth above.

The Borrowers:

MASTEC, INC.

By:____________________________________
Name:
Title:

MASTEC NORTH CAROLINA, INC.
CHURCH & TOWER ENVIRONMENTAL, INC.
CHURCH & TOWER, INC.
CHURCH & TOWER OF FLORIDA, INC.
DESIGNED TRAFFIC INSTALLATION CO.
AIDCO, INC.
AIDCO SYSTEMS, INC.
NORTHLAND CONTRACTING, INC.
WILDE OPTICAL SERVICE, INC.
MASTEC VIRGINIA, INC.
WILDE ACQUISITION CO., INC.
WILDE HOLDING CO., INC.
C & S DIRECTIONAL BORING, INC.
S.S.S. CONSTRUCTION, INC.
MASTEC NORTH AMERICA, INC.
J.C. ENTERPRISES, INC. (d/b/a Cotton & Taylor)
M.E. HUNTER & ASSOCIATES, INC.
MARTIN TELEPHONE CONTRACTORS, INC.
BARKERS CATV CONSTRUCTION, INC.
FIBER & CABLE WORKS, INC.
MASTEC NEW YORK, INC.
QUEENS NETWORK CABLE CORP.
MASTEC REAL ESTATE HOLDINGS, INC.
STACKHOUSE REAL ESTATE HOLDINGS, INC.
MASTEC OF TEXAS, INC.
PHASECOM AMERICA, INC.
M.E.H. HOLDING COMPANY, INC.

By:____________________________________
Name:
Title:

The Banks:
BANK AUSTRIA CREDITANSTALT CORPORATE FINANCE, INC.

By:_________________________________

Name:
Title:

By:_________________________________

Name:
Title:

FIRST UNION NATIONAL BANK

By:_________________________________

Name:
Title:

SCOTIABANC INC.

By:_________________________________

Name:
Title:

LASALLE BANK NATIONAL ASSOCIATION

By:_________________________________

Name:
Title:

COMERICA BANK

By:_________________________________

Name:
Title:

GENERAL ELECTRIC CAPITAL CORPORATION

By:___________________________________
Name:
Title:

FLEET NATIONAL BANK (f/k/a
BankBoston, N.A.), individually and as Agent

By:___________________________________
Name:
Title:

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