

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <b>Shanfelter, Austin</b>			2. Issuer Name and Ticker or Trading Symbol <b>MasTec, Inc. (MTZ)</b>			6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <b>CEO and President</b>		
(Last) (First) (Middle) 3155 NW 77th Ave			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year <b>03/19/2003</b>		
(Street) Miami, FL 33122			5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City) (State) (Zip)			<b>Table I — Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 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	03/18/2003		P		40,000	A	\$ 1.50	141,456	D	N/A

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).

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FORM 4 (continued)

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 & 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 & 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (right to buy)				A		14,250		(1)	12/29/2007	Common Stock	14,250	N/A		D	N/A
Stock Options (right to buy)				A		10,200		(2)	01/08/2009	Common Stock	10,200	N/A		D	N/A
Stock Options (right to buy)				A		21,429		(3)	12/10/2006	Common Stock	21,429	N/A		D	N/A
Stock Options (right to buy)				A		7,500		(4)	12/15/2006	Common Stock	7,500	N/A		D	N/A
Stock Options (right to buy)				A		150,000		(5)	02/07/2007	Common Stock	150,000	N/A		D	N/A
Stock Options (right to buy)				A		150,000		(6)	03/22/2008	Common Stock	150,000	N/A		D	N/A
Stock Options (right to buy)				A		300,000		(7)	08/22/2008	Common Stock	300,000	N/A		D	N/A
Stock Options (right to buy)				A		150,000		(8)	08/15/2009	Common Stock	150,000	N/A		D	N/A
													805,929		

Explanation of Responses: (1) Exempt stock option grant that vests over five years in equal installments of 20% per year beginning twelve months after date of grant

(12/29/1997). (2) Exempt stock option grant that vests over five years in equal installments of 20% per year beginning twelve months after date of grant (01/08/1999). (3) Exempt stock option grant that vests over three years in equal installments of 33% per year beginning twelve months after date of grant (12/10/1999). (4) Exempt stock option grant that vests over three years in equal installments of 33% per year beginning twelve months after date of grant (12/15/1999). (5) Exempt stock option grant that vests over three years in equal installments of 33% per year beginning twelve months after date of grant (02/07/2000). (6) Exempt stock option grant that vests over three years in equal installments of 33% per year beginning twelve months after date of grant (03/22/01). (7) Exempt stock option grant that vests over three years in equal installments of 33% per year beginning twelve months after date of grant (08/22/2001). (8) Exempt stock option grant that vests over three years in equal installments of 33% per year beginning twelve months after date of grant (08/15/2002).

By: /s/ Eliot Abbott 03/19/03  
Date

\*\*Signature of Reporting Person

Eliot Abbott attorney for Austin Shanfelter

\*\*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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