QUANTA SERVICES INC
Form 5
February 14, 2001

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                                                /        OMB APPROVAL           /
                                                /-------------------------------/
                                                / OMB Number:        3235-0362 /
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                                                /-------------------------------/

+--------+                                   UNITED STATES
| FORM 5 |                          SECURITIES AND EXCHANGE COMMISSION
+--------+                                Washington, D.C. 20549

[_] Check box if
    no longer subject         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
    to Section 16.
    Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities
    obligations may           Exchange Act of 1934, Section 17(a) of the
    continue. See           Public Utility Holding Company Act of 1935 or
    Instruction 1(b).      Section 30(f) of the Investment Company Act of 1940

[_] Form 3 Holdings Reported

[_] Form 4 Transactions Reported
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1.  Name and Address of Reporting Person*

       O'NEIL, III                  JAMES                            F.
    ---------------------------------------------------------------------------
        (Last)                     (First)                        (Middle)

                         1360 POST OAK BLVD., SUITE 2100
    ---------------------------------------------------------------------------
                                  (Street)

        HOUSTON                     TEXAS                          77056
    ---------------------------------------------------------------------------
        (City)                     (State)                          (Zip)


2.  Issuer Name and Ticker or Trading Symbol  QUANTA SERVICES, INC. - PWR
                                             ------------------------------------

3.  I.R.S. or Social Security Number of Reporting Person
    (Voluntary)
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4.  Statement for Month/Year  DECEMBER 2000
                             ---------------------------------------------------

5.  If Amendment, Date of Original (Month/Day/Year)
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6.  Relationship of Reporting Person(s) to Issuer (Check all applicable)
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[ ] Director [X] Officer (give title below) [ ] 10% Owner [ ] Other (specify below)

VICE PRESIDENT OF OPERATIONAL INTEGRATION

7. Individual or Joint/Group Reporting (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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securitie Beneficia Owned at End of Year (Instr. 3
			Amount	(A) or (D)	Price	
Common Stock						6,982(1

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).

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)	4. Transaction Code (Instr. 8)

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. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10
Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

(1) Includes 779 shares acquired under the Quanta Services, Inc. employee stock purchase plan in July 2000 and January 2001.
(2) As adjusted to reflect a 3 for 2 stock split on April 10, 2000.

/s/ JAMES F. O'NEIL, III	2/13/01
**James F. O'Neil, III	Date

** 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 provided is insufficient, see Instruction 6 for procedure.