QUANTA SERVICES INC

Form 4

August 11, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

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January 31, 2005

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subject to Section 16. Form 4 or Form 5 obligations may continue.

Check this box

if no longer

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 See Instruction

1(b).

(Print or Type Responses)

1. Name and Add WILSON JOH	•	_	2. Issuer Name and Ticker or Trading Symbol QUANTA SERVICES INC [PWR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)			
1360 POST OAK BLVD., SUITE 2100			(Month/Day/Year) 08/08/2008	_X Director 10% Owner _X Officer (give title Other (specify below) PreElec. Pwr. & Gas Div.			
(Street) HOUSTON, TX 77056-3023			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
			Filed(Month/Day/Year)				

(City)	(State)	(Zip) Tabl	e I - Non-I	Derivative S	Securi	ities Acqu	ired, Disposed of	, or Beneficial	ly 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. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
Common Stock	08/08/2008		S	38,900 (1)	D	\$ 35	78,256	I	By John R. Wilson Trust
Common Stock	08/08/2008		S	5,000 (1)	D	\$ 35.01	73,256	I	By John R. Wilson Trust
Common Stock	08/08/2008		S	5,900 (1)	D	\$ 35.02	67,356	I	By John R. Wilson Trust
Common Stock	08/08/2008		S	200 (1)	D	\$ 35.03	67,156	I	By John R. Wilson

Trust

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Common Stock

36,904 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)

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. Transac Code (Instr. 8	5. tionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S	ate	7. Title: Amount Underly Securitie (Instr. 3	of ing es	8. Price of Derivative Security (Instr. 5)
				Code V	/ (A) (D)	Date Exercisable	Expiration Date	Title N	lumber	

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

WILSON JOHN R /MO/

1360 POST OAK BLVD., SUITE 2100 X Pre.-Elec. Pwr. & Gas Div.

HOUSTON, TX 77056-3023

Signatures

/s/ Vincent A. Mercaldi, Atty-in-Fact 08/11/2008

**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 sale of shares reported in this Form 4 were effected pursuant to a stock trading plan intended to comply with Rule 10b5-1 of the Securities Exchange Act of 1934, as amended, which was entered into by Mr. Wilson, as a trustee of the John R. Wilson Revocable Declaration of Trust dated May 21, 1999 (as amended and restated on March 23, 2007), effective September 13, 2007 (the "Trading Plan"). The adoption of the Trading Plan was previously disclosed by the Company in its Current Report on Form 8-K filed with the

Reporting Owners 2

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Securities and Exchange Commission on August 13, 2007.

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.