

Harris Ray
Form 4
December 21, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Harris Ray

2. Issuer Name and Ticker or Trading Symbol
MASTEC INC [MTZ]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
800 DOUGLAS RD, 12TH FLOOR

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/29/2011

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

CORAL GABLES, FL 33134

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|----------------|---|--|-----------------------------------|
| | | | | Code | V Amount 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> | 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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

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
Date: 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.