

Helwig David R
Form 4
May 09, 2008

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 *
Helwig David R

(Last) (First) (Middle)

1360 POST OAK BOULEVARD,
SUITE 2100

(Street)

HOUSTON, TX 77056-3023

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

QUANTA SERVICES INC [PWR]

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

05/07/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

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)	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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	05/07/2008		M		18,295	D	
Common Stock	05/07/2008		S		8,349 (1)	D	
Common Stock	05/07/2008		S		8,349 (1)	D	
Common Stock	05/07/2008		S		1,597 (1)	D	
Common Stock	05/07/2008		M		33,396	D	

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Common Stock	05/07/2008	S	<u>6,752</u> (1)	D	\$ 28.5	26,644	D
Common Stock	05/07/2008	S	<u>8,349</u> (1)	D	\$ 28.5	18,295	D
Common Stock	05/07/2008	S	<u>8,349</u> (1)	D	\$ 28.5	9,946	D
Common Stock	05/07/2008	S	<u>8,349</u> (1)	D	\$ 28.5	1,597	D
Common Stock	05/07/2008	S	<u>1,597</u> (1)	D	\$ 28.5	0	D

Common Stock 456,198 I By DRHCLH Partnership, LP

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. 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. Amount or Number of Shares
Stock Options (Right to buy)	\$ 10.63	05/07/2008		M	6,752	08/30/2007 05/06/2014	Common Stock	6,752
Stock Options (Right to buy)	\$ 10.63	05/07/2008		M	8,349	08/30/2007 05/06/2014	Common Stock	8,349
Stock Options	\$ 10.63	05/07/2008		M	8,349	08/30/2007 05/06/2014	Common Stock	8,349

(Right to buy)

Stock Options (Right to buy)	\$ 10.63	05/07/2008	M	8,349	08/30/2007	05/06/2014	Common Stock	8,349
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Stock Options (Right to buy)	\$ 10.63	05/07/2008	M	1,597	08/30/2007	05/06/2014	Common Stock	1,597
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Stock Options (Right to buy)	\$ 16.81	05/07/2008	M	8,349	08/30/2007	11/06/2016	Common Stock	8,349
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Stock Options (Right to buy)	\$ 16.81	05/07/2008	M	8,349	08/30/2007	11/06/2016	Common Stock	8,349
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Stock Options (Right to buy)	\$ 16.81	05/07/2008	M	1,597	08/30/2007	11/06/2016	Common Stock	1,597
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Helwig David R 1360 POST OAK BOULEVARD, SUITE 2100 HOUSTON, TX 77056-3023	X			

Signatures

/s/ Vincent A. Mercaldi, Atty-in-Fact	05/09/2008
**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. Helwig effective November 15, 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 Securities and Exchange Commission on November 26, 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.