

AMERICAN TOWER CORP /MA/  
Form 8-K  
May 08, 2007

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**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
WASHINGTON, D.C. 20549

**FORM 8-K**  
CURRENT REPORT PURSUANT  
TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

**Date of Report (Date of Earliest Event Reported): May 8, 2007 (May 7, 2007)**

**AMERICAN TOWER CORPORATION**

(Exact Name of Registrant as Specified in Charter)

**Delaware**  
(State or Other Jurisdiction of  
Incorporation)

**001-14195**  
(Commission File Number)

**65-0723837**  
(IRS Employer Identification No.)

**116 Huntington Avenue**  
**Boston, Massachusetts 02116**  
(Address of Principal Executive Offices) (Zip Code)

**(617) 375-7500**  
(Registrant's telephone number, including area code)

**Not Applicable**  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 3.03 Material Modification to Rights of Security Holders.**

Pursuant to the tender offer and consent solicitation for the 7.25% Senior Subordinated Notes due 2011 (the Notes ) of American Towers, Inc., the supplemental indenture for the Notes became effective on May 7, 2007, modifying or eliminating substantially all of the restrictive covenants and eliminating certain events of default contained in the indenture, dated as of November 18, 2003, by and among American Towers, Inc., each of the guarantors party thereto and The Bank of New York Trust Company, N.A., as trustee. American Towers, Inc. has accepted for purchase all Notes tendered prior to the consent date.

**Item 8.01 Other Events.**

On May 8, 2007, American Tower Corporation (the Company ) announced receipt of the required consents to amend the indenture and the early acceptance of tendered Notes in the tender offer and consent solicitation for the Notes. The Company s press release, dated May 8, 2007, is filed herewith as Exhibit 99.1 and is incorporated by reference herein.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Press release, dated May 8, 2007.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**AMERICAN TOWER CORPORATION**

(Registrant)

Date: May 8, 2007

By: */s/ BRADLEY E. SINGER*  
Bradley E. Singer

Chief Financial Officer and Treasurer

**EXHIBIT INDEX**

<u>Exhibit No.</u>	<u>Description</u>
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