## Edgar Filing: AMERICAN TOWER CORP /MA/ - Form 4/A

AMERICAN TOWER CORP /MA/ Form 4/A December 05, 2005

FORM	4							OMB AF	PROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287	
Check thi if no long	ar			Expires:	January 31, 2005					
subject to Section 1 Form 4 o	6. r	STATEMENT OF CHANGES IN BENEFICIAL OWN SECURITIES						Estimated a burden hou response	iverage	
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)									
GEARON J MICHAEL JR Symbol							5. Relationship of Reporting Person(s) to Issuer			
			AMERICAN TOWER CORP /MA/ [AMT]				(Check all applicable)			
(Last) 116 HUNTI	of Earliest Transaction Day/Year) 2005				Director 10% Owner _X Officer (give title Other (specify below) below) Pres., American Tower Int'l.					
	(Street)		endment, Da onth/Day/Year 2005	-	1		6. Individual or Jo Applicable Line) _X_ Form filed by C	int/Group Filin Dne Reporting Pe	rson	
BOSTON, N	MA 02116						Form filed by M Person	lore than One Re	porting	
(City)	(State) (	(Zip) Tak	ole I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	action Date 2A. Deemed Day/Year) Execution Date, if any (Month/Day/Year)		4. Securi on(A) or Di (Instr. 3,	spose	d of (D)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)			
Class A Common Stock	11/14/2005		S	4,848 (1)	D	\$ 26.4	2,424	I	By minor children	
Class A Common Stock	11/14/2005		S	2,424 (1)	D	\$ 26.42	0	Ι	By minor children	

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

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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. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
GEARON J MICHAEL JR 116 HUNTINGTON AVENUE BOSTON, MA 02116			Pres., American Tower Int'l.					
Signatures								
/s/ William H. Hess, as attorney-in-fact		12/05/200	)5					
<u>**</u> 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 disposition of these shares was inadvertently omitted from the reporting person's original Form 4 filed on November 15, 2005.

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.