#### AMERICAN TOWER CORP /MA/

Form 4

December 09, 2004

# FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

2. Issuer Name and Ticker or Trading

AMERICAN TOWER CORP /MA/

OMB Number:

**OMB APPROVAL** 

3235-0287

Expires:

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

January 31, 2005

0.5

Estimated average burden hours per

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

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

Symbol

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

LUMMIS FRED R

1. Name and Address of Reporting Person \*

			[AMT]					(Check all applicable)		
(Last)	(First)	(Middle)		Day/Year)	Transaction			X Director Officer (gives below)		0% Owner Other (specify
			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivative	Secu	rities Acq	uired, Disposed	of, or Benefic	ially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transactic 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)
Class A Common Stock	12/07/2004			S	38,449	D	\$ 18.5	285,900	I	By corporation
Class A Common Stock	12/08/2004			S	50,000	D	\$ 17.7	235,900	I	By corporation
Class A Common Stock	12/08/2004			S	62,200	D	\$ 17.75	173,700	I	By corporation
Class A Common	12/08/2004			S	1,900	D	\$ 17.76	171,800	I	By corporation

Stock								
Class A Common Stock	12/08/2004	S	700	D	\$ 17.78	171,100	I	By corporation
Class A Common Stock	12/08/2004	S	1,500	D	\$ 17.79	169,600	I	By corporation
Class A Common Stock	12/08/2004	S	9,600	D	\$ 17.8	160,000	I	By corporation
Class A Common Stock	12/08/2004	S	1,900	D	\$ 17.81	158,100	I	By corporation
Class A Common Stock	12/08/2004	S	4,200	D	\$ 17.82	153,900	I	By corporation
Class A Common Stock	12/08/2004	S	100	D	\$ 17.83	153,800	I	By corporation
Class A Common Stock	12/08/2004	S	18,400	D	\$ 17.85	135,400	I	By corporation
Class A Common Stock	12/08/2004	S	46,500	D	\$ 18	88,900	I	By corporation
Class A Common Stock	12/08/2004	S	5,100	D	\$ 18.01	83,800	I	By corporation
Class A Common Stock	12/08/2004	S	1,600	D	\$ 18.02	82,200	I	By corporation
Class A Common Stock	12/08/2004	S	11,300	D	\$ 18.03	70,900	I	By corporation
Class A Common Stock	12/08/2004	S	3,100	D	\$ 18.04	67,800	I	By corporation
Class A Common Stock	12/09/2004	S	8,500	D	\$ 17.4	59,300	I	By corporation
Class A Common Stock	12/09/2004	S	4,500	D	\$ 17.41	54,800	I	By corporation

Class A Common Stock	12/09/2004	S	600	D	\$ 17.42	54,200	I	By corporation
Class A Common Stock	12/09/2004	S	500	D	\$ 17.43	53,700	I	By corporation
Class A Common Stock	12/09/2004	S	2,300	D	\$ 17.44	51,400	I	By corporation
Class A Common Stock	12/09/2004	S	11,600	D	\$ 17.45	39,800	I	By corporation
Class A Common Stock	12/09/2004	S	500	D	\$ 17.46	39,300	I	By corporation
Class A Common Stock	12/09/2004	S	37,800	D	\$ 17.5	1,500	I	By corporation
Class A Common Stock	12/09/2004	S	1,500	D	\$ 17.55	0	I	By corporation
Class A Common Stock						256,252	I	By Trusts
Class A Common Stock						571,147	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e	Securities	(Instr. 5)	Bene
	Derivative				Securities	S	(Instr. 3 and 4)		Own
	Security				Acquired				Follo
					(A) or				Repo
					Disposed				Trans
					of (D)				(Instr
					(Instr. 3,				
					4, and 5)				

Date Expiration Title Exercisable Date

Code V (A) (D)

Exercisable Date

Amount or Number of Shares

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LUMMIS FRED R 116 HUNTINGTON AVENUE X BOSTON, MA 02116

# **Signatures**

/s/ Fred R. Lummis 12/09/2004

\*\*Signature of Date Reporting Person

# **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).

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.

Reporting Owners 4