

SINGER BRADLEY E

Form 4

March 18, 2008

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

OMB APPROVAL

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 if no longer
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 Section 16.
 Form 4 or
 Form 5
 obligations
 may continue.
See Instruction
 1(b).

**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 *
SINGER BRADLEY E

2. Issuer Name **and** Ticker or Trading
 Symbol
**AMERICAN TOWER CORP /MA/
 [AMT]**

5. Relationship of Reporting Person(s) to
 Issuer

(Check all applicable)

(Last) (First) (Middle)
116 HUNTINGTON AVENUE
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
03/14/2008

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
CFO and Treasurer

BOSTON, MA 02116

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 Indirect Beneficial Ownership (Instr. 4)
Class A Common Stock	03/14/2008		M	95,000	A \$ 10.5	100,000	D
Class A Common Stock	03/14/2008		S ⁽¹⁾	400	D \$ 36.83	99,600	D
Class A Common Stock	03/14/2008		S ⁽¹⁾	1,100	D \$ 36.84	98,500	D
Class A Common	03/14/2008		S ⁽¹⁾	4,200	D \$ 36.85	94,300	D

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Stock

Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	1,100	D	\$ 36.86	93,200	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	2,800	D	\$ 36.87	90,400	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	3,900	D	\$ 36.88	86,500	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	3,300	D	\$ 36.89	83,200	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	10,096	D	\$ 36.9	73,104	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	5,504	D	\$ 36.91	67,600	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	8,800	D	\$ 36.92	58,800	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	8,900	D	\$ 36.93	49,900	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	4,000	D	\$ 36.94	45,900	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	6,694	D	\$ 36.95	39,206	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	4,806	D	\$ 36.96	34,400	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	5,100	D	\$ 36.97	29,300	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	2,194	D	\$ 36.98	27,106	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	3,206	D	\$ 36.99	23,900	D

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Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	2,900	D	\$ 37	21,000	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	1,900	D	\$ 37.03	19,100	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	4,000	D	\$ 37.08	15,100	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	2,400	D	\$ 37.09	12,700	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	2,400	D	\$ 37.12	10,300	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	1,200	D	\$ 37.13	9,100	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	300	D	\$ 37.18	8,800	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	900	D	\$ 37.19	7,900	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	500	D	\$ 37.25	7,400	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	600	D	\$ 37.26	6,800	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	1,200	D	\$ 37.28	5,600	D
Class A Common Stock	03/14/2008	<u>S⁽¹⁾</u>	600	D	\$ 37.33	5,000	D

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)

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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 Underlying Security (Instr. 3 and 4)	Am Nu Sha
Option to purchase Class A Common Stock	\$ 10.5	03/14/2008		M	95,000	(2) 11/17/2013	Class A Common Stock	9
Option to purchase Class A Common Stock	\$ 37.7	03/17/2008		A	112,500	(3) 03/17/2018	Class A Common Stock	11
Restricted Stock Units	(4)	03/17/2008		A	32,140	(5) (5)	Class A Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SINGER BRADLEY E 116 HUNTINGTON AVENUE BOSTON, MA 02116			CFO and Treasurer	

Signatures

/s/ Nathaniel B. Sisitsky, as
attorney-in-fact 03/18/2008

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 sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) This option was granted pursuant to the 1997 Stock Option Plan, as amended, and is exercisable in 25% cumulative annual increments beginning November 17, 2004.
- (3) This option was granted pursuant to the 2007 Equity Incentive Plan, and is exercisable in 25% cumulative annual increments beginning March 17, 2009.
- (4) Each Restricted Stock Unit (RSU) represents a contingent right to receive one share of Class A Common Stock.
- (5) This RSU was granted pursuant to the 2007 Equity Incentive Plan, and vests in 25% cumulative annual increments beginning March 17, 2009.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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