

AMERICAN TOWER CORP /MA/ (AMT)

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Statement of changes in beneficial ownership of securities

Filed on 04/05/2011

Filed Period 02/01/2011



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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	February 28, 2011
Estimated average burden hours per response:	0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person* TAICLET JAMES D JR _____ (Last) (First) (Middle) 116 HUNTINGTON AVENUE _____ (Street) BOSTON MA 02116 _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol AMERICAN TOWER CORP /MA/ [AMT] _____ 3. Date of Earliest Transaction (Month/Day/Year) 02/01/2011 _____ 4. If Amendment, Date of Original Filed (Month/Day/Year)		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) (X) Director 10% Owner (X) Officer (give title below) Chairman, President and CEO Other (specify below)		
					6. Individual or Joint/Group Filing (Check Applicable Line) (X) Form filed by One Reporting Person Form filed by More than One Reporting Person		

Table I - Non-Derivative Securities 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	(A) or (D)	Price			
Class A Common Stock	02/01/2011		G(1)	V	4,885	D	\$0	44,300(2)	D	
Class A Common Stock	04/01/2011		G(1)	V	4,825	D	\$0	39,475	D	
Class A Common Stock								1,000	I	By minor children(3)

Table II - Derivative Securities 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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Reporting Owners

Reporting Owner Name / Address	Relationships
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	Director	10% Owner	Officer	Other
TAICLET JAMES D JR 116 HUNTINGTON AVENUE	X		Chairman, President and CEO	

Explanation of Responses:

1. Gift of Class A Common Stock to charitable organization.
2. The amount of securities reported as beneficially owned on the reporting person's Form 4s filed March 14, 2011 and March 21, 2011 does not reflect the gift of Class A Common Stock to a charitable organization on February 1, 2011.
3. The reporting person disclaims beneficial ownership in shares owned by minor children.

Remarks:

Signatures

/s/ Mneesha O. Nahata, as attorney-in-fact

** Signature of Reporting Person

04/05/2011

Date

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

* If the form is filed by more than one reporting person, see Instruction 5 (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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.